Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

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

OMB No 1545 0052

2012

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

NATIONAL HOME LIBRARY FOUNDATION
3804 WILLIAMS LANE
CHEVY CHASE, MD 20815-4952

A **Employer identification number** 52-6051013

B Telephone number (see the instructions) (301) 986-4851

C If exemption application is pending, check here ► ☐

D 1 Foreign organizations, check here ► ☐

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

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

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

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

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

I Fair market value of all assets at end of year *(from Part II, column (c), line 16)* ► $ 689,286.

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

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)
REVENUE	1 Contributions, gifts, grants, etc, received (att sch)				
	2 Ck ► ☒ if the foundn is **not** req to att Sch B				
	3 Interest on savings and temporary cash investments	3,276.	3,276.	3,276.	
	4 Dividends and interest from securities	10,900.	10,900.	10,900.	
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain/(loss) from sale of assets not on line 10	26,316.			
	b Gross sales price for all assets on line 6a 246,701.				
	7 Capital gain net income (from Part IV, line 2)		26,316.		
	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) SEE STATEMENT 1	29.			
	12 **Total.** Add lines 1 through 11	40,521.	40,492.	14,176.	
OPERATING AND ADMINISTRATIVE EXPENSES	13 Compensation of officers, directors, trustees, etc	6,500.			6,500.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach sch) SEE ST 2	3,858.			3,858.
	c Other prof fees (attach sch)				
	17 Interest				
	18 Taxes (attach schedule)(see instrs)				
	19 Depreciation (attach sch) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule) SEE STATEMENT 3	8,887.	7,378.		8,887.
	24 **Total operating and administrative expenses.** Add lines 13 through 23	19,245.	7,378.		19,245.
	25 Contributions, gifts, grants paid PART XV	20,057.			20,057.
	26 **Total expenses and disbursements.** Add lines 24 and 25	39,302.	7,378.	0.	39,302.
	27 Subtract line 26 from line 12:				
	a **Excess of revenue over expenses and disbursements**	1,219.			
	b **Net investment income** (if negative, enter 0)		33,114.		
	c **Adjusted net income** (if negative, enter 0)			14,176.	

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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
ASSETS	1	Cash – non-interest-bearing			
	2	Savings and temporary cash investments	27,896.	60,149.	60,149.
	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) STATEMENT 4	50,000.	65,218.	69,093.
	b	Investments – corporate stock (attach schedule) STATEMENT 5	464,921.	416,814.	506,471.
	c	Investments – corporate bonds (attach schedule) STATEMENT 6	35,786.	35,542.	37,161.
	11	Investments – land, buildings, and equipment. basis ►			
		Less: accumulated depreciation (attach schedule) ►			
	12	Investments – mortgage loans			
	13	Investments – other (attach schedule) STATEMENT 7	17,456.	19,555.	16,412.
	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)	596,059.	597,278.	689,286.
LIABILITIES	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)	0.	0.	
NET ASSETS OR FUND BALANCES		**Foundations that follow SFAS 117, check here ► ☐ and complete lines 24 through 26 and lines 30 and 31.**			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ► ☒ and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds			
	28	Paid-in or capital surplus, or land, building, and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds	596,059.	597,278.	
	30	**Total net assets or fund balances** (see instructions)	596,059.	597,278.	
	31	**Total liabilities and net assets/fund balances** (see instructions)	596,059.	597,278.	

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	596,059.
2	Enter amount from Part I, line 27a	2	1,219.
3	Other increases not included in line 2 (itemize) ►	3	
4	Add lines 1, 2, and 3	4	597,278.
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	597,278.

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)
1a	SEE STATEMENT 8			
b				
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				

	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	
a				
b				
c				
d				
e				

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	26,316.
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) (see instructions). If (loss), enter -0- in Part I, line 8	3	-3,453.

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	44,414.	667,051.	0.066583
2010	45,577.	660,310.	0.069024
2009	32,430.	598,594.	0.054177
2008	38,350.	716,840.	0.053499
2007	41,805.	866,133.	0.048266

2	**Total** of line 1, column (d)	2	0.291549
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	0.058310
4	Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	678,640.
5	Multiply line 4 by line 3	5	39,571.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	331.
7	Add lines 5 and 6	7	39,902.
8	Enter qualifying distributions from Part XII, line 4	8	39,302.

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 ► ☐ 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 ► ☐ and enter 1% of Part I, line 27b		1	662.
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	662.
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	662.
6	Credits/Payments			
a	2012 estimated tax pmts and 2011 overpayment credited to 2012	6 a		
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	0.
8	Enter any **penalty** for underpayment of estimated tax. Check here ☒ if Form 2220 is attached		8	2.
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** SEE STATEMENT 9 ►		9	678.
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ►		10	
11	Enter the amount of line 10 to be: **Credited to 2013 estimated tax** ►	**Refunded** ►	11	

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?	1 a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see the instructions for definition)?	1 b		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?	1 c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: **(1)** On the foundation ► $ 0. **(2)** On foundation managers ► $ 0.			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ► $ 0.			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If 'Yes,' attach a detailed description of the activities.*	2		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If 'Yes,' attach a conformed copy of the changes*	3		X
4 a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4 a		X
b	If 'Yes,' has it filed a tax return on **Form 990-T** for this year?	4 b	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.*	5		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If 'Yes,' complete Part II, column (c), and Part XV*	7	X	
8 a	Enter the states to which the foundation reports or with which it is registered (see instructions) ► N/A			
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*	8 b	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)? *If 'Yes,' complete Part XIV*	9		X
10	Did any persons become substantial contributors during the tax year? *If 'Yes,' attach a schedule listing their names and addresses*	10		X

Part VII-A Statements Regarding Activities *(continued)*

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If 'Yes', attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If 'Yes,' attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ► N/A

14 The books are in care of ► GARLAND MILLER Telephone no ► (301) 986-4851

Located at ► 3804 WILLIAMS LANE CHEVY CHASE MD ZIP + 4 ► 20815

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** – Check here N/A ► ☐

and enter the amount of tax-exempt interest received or accrued during the year ► 15 N/A

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

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

			Yes	No
	File Form 4720 if any item is checked in the 'Yes' column, unless an exception applies.			
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? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check 'No' if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) ☐ Yes ☒ No			
b	If any answer is 'Yes' to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	1 b	N/A	
	Organizations relying on a current notice regarding disaster assistance check here ► ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2012?	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? ☐ Yes ☒ No If 'Yes,' list the years ► 20__ , 20__ , 20__ , 20__			
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	N/A	
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ► 20__ , 20__ , 20__ , 20__			
3 a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No			
b	If 'Yes,' did it have excess business holdings in 2012 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969, **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012)*	3 b	N/A	
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

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** N/A

Organizations relying on a current notice regarding disaster assistance check here ▶ ☐

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

If 'Yes,' attach the statement required by Regulations section 53 4945-5(d).

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** X

If 'Yes' to 6b, file Form 8870

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

b If 'Yes,' did the foundation receive any proceeds or have any net income attributable to the transaction? N/A **7 b**

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 STATEMENT 10		6,500.	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				

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 (see instructions). 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 SEE STATEMENT 11	20,057.
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 N/A	
2	
All other program-related investments. See instructions 3	
Total. Add lines 1 through 3 ►	0.

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc, purposes				
a	Average monthly fair market value of securities			1a	628,925.
b	Average of monthly cash balances			1b	60,050.
c	Fair market value of all other assets (see instructions)			1c	
d	**Total** (add lines 1a, b, and c)			1d	688,975.
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	688,975.
4	Cash deemed held for charitable activities Enter 1-1/2% of line 3 (for greater amount, see instructions)			4	10,335.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4			5	678,640.
6	**Minimum investment return.** Enter 5% of line 5			6	33,932.

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	33,932.
2a	Tax on investment income for 2012 from Part VI, line 5	2a	662.		
b	Income tax for 2012. (This does not include the tax from Part VI) .	2b			
c	Add lines 2a and 2b			2c	662.
3	Distributable amount before adjustments Subtract line 2c from line 1			3	33,270.
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	33,270.
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	33,270.

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	39,302.
b	Program-related investments – total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc, purposes .	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	39,302.
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	
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	39,302.

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					33,270.
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 ___			0.		
3 Excess distributions carryover, if any, to 2012:					
a From 2007					
b From 2008	2,518.				
c From 2009	2,544.				
d From 2010	13,203.				
e From 2011	11,265.				
f **Total** of lines 3a through e		29,530.			
4 Qualifying distributions for 2012 from Part XII, line 4: ► $ 39,302.					
a Applied to 2011, but not more than line 2a				0.	
b Applied to undistributed income of prior years (Election required – see instructions)			0.		
c Treated as distributions out of corpus (Election required – see instructions)		0.			
d Applied to 2012 distributable amount					33,270.
e Remaining amount distributed out of corpus		6,032.			
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		35,562.			
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 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)		0.			
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		35,562.			
10 Analysis of line 9.					
a Excess from 2008	2,518.				
b Excess from 2009	2,544.				
c Excess from 2010	13,203.				
d Excess from 2011	11,265.				
e Excess from 2012	6,032.				

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

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

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

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

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

1 Information Regarding Foundation Managers:

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

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.

SEE STATEMENT 12

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

SEE STATEMENT FOR LINE 2A

c Any submission deadlines

SEE STATEMENT FOR LINE 2A

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

SEE STATEMENT FOR LINE 2A

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 STATEMENT 13				
Total			► **3a**	20,057.
b *Approved for future payment*				
Total			► **3b**	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue·					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	3,276.	
4 Dividends and interest from securities			14	10,900.	
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory					26,316.
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a MISCELLANEOUS			14	29.	
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)				14,205.	26,316.
13 **Total.** Add line 12, columns (b), (d), and (e)				13	40,521.

(See worksheet in line 13 instructions to verify calculations)

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

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

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

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

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

b If 'Yes,' complete the following schedule.

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

Sign Here

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

Lynda J Robb — Signature of officer or trustee

7/29/13 — Date

DIRECTOR — Title

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self employed	PTIN
DOUGLAS P. ARKIN		7/17/2013		P00579014

Firm's name ► ARKIN AND COMPANY

Firm's EIN ► 521544293

Firm's address ► 2200 RESEARCH BLVD STE 540
ROCKVILLE, MD 20850-3289

Phone no (301) 340-1550

STATEMENT 1
FORM 990-PF, PART I, LINE 11
OTHER INCOME

	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
MISCELLANEOUS	$ 29.		
TOTAL	$ 29.	$ 0.	$ 0.

STATEMENT 2
FORM 990-PF, PART I, LINE 16B
ACCOUNTING FEES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING	$ 1,375.			$ 1,375.
BOOKKEEPING	2,483.			2,483.
TOTAL	$ 3,858.	$ 0.	$ 0.	$ 3,858.

STATEMENT 3
FORM 990-PF, PART I, LINE 23
OTHER EXPENSES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
BANK FEES	$ 24.			$ 24.
INSURANCE	1,087.			1,087.
MANAGEMENT FEES	7,378.	$ 7,378.		7,378.
OFFICE EXPENSES	398.			398.
TOTAL	$ 8,887.	$ 7,378.	$ 0.	$ 8,887.

STATEMENT 4
FORM 990-PF, PART II, LINE 10A
INVESTMENTS - U.S. AND STATE GOVERNMENT OBLIGATIONS

U.S. GOVERNMENT OBLIGATIONS	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
FEDERAL HOME LOAN BANK CONS BD	COST	$ 15,218.	$ 15,343.
		$ 15,218.	$ 15,343.

STATE/MUNICIPAL OBLIGATIONS	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
JACKSONVILLE FL SPL REV BUILD AMER	COST	25,000.	27,937.
TENNESSEE ST HDA SF MTG REV AMT CORP GO	COST	25,000.	25,813.
		$ 50,000.	$ 53,750.
	TOTAL	$ 65,218.	$ 69,093.

STATEMENT 5
FORM 990-PF, PART II, LINE 10B
INVESTMENTS - CORPORATE STOCKS

CORPORATE STOCKS	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
ACCENTURE PLC IRELAND CLASS SHS	COST	$ 6,624.	$ 10,640.
CVS CAREMARK CORP	COST	11,746.	19,340.
CELEGENE CORP	COST	4,843.	9,809.
CISCO SYSTEMS INC	COST	0.	0.
COLGATE PALMOLIVE	COST	0.	0.
DANAHER CORP	COST	10,402.	15,093.
EXXON MOBILE CORP	COST	13,191.	16,012.
GOLDMAN SACHS GROUP INC	COST	18,616.	15,945.
JP MORGAN CHASE & CO	COST	15,408.	19,786.
JOHNSON & JOHNSON	COST	18,274.	19,979.
MEDTRONIC INC	COST	22,815.	19,895.
O'REILLY AUTOMOTIVE INC	COST	3,800.	9,389.
MICROSOFT CORP	COST	12,781.	15,492.
PATTERSON COMP INC	COST	15,546.	15,404.
PAYCHEX INC	COST	7,951.	8,864.
PEPSICO INC.	COST	13,338.	16,765.
PROCTOR & GAMBLE CO	COST	8,707.	9,844.
QUALCOMM INC	COST	8,030.	12,681.
STAPLES INC	COST	0.	0.
STRYKER CORP	COST	9,970.	13,157.
UNITED TECHNOLOGIES CORP	COST	13,534.	17,632.
WALMART STORES	COST	11,210.	15,011.
SCHLUMBERGER LTD	COST	12,400.	13,860.
ROCKWELL COLLINS INC	COST	10,819.	12,506.
GOOGLE INC CLASS A	COST	11,209.	19,099.
MONSANTO CO NEW COM	COST	13,472.	20,350.
LOWES COMPANIES INC	COST	16,282.	23,798.
YUM BRANDS INC COM	COST	9,049.	13,944.
ABBOTT LABORATORIES COM	COST	9,010.	12,118.
CHEVERON CORP	COST	10,535.	10,814.
DONALDSON COMPANY INC	COST	8,154.	10,837.
NETAPP INC	COST	21,255.	18,453.
CHIPOTLE MEXICAN GRILL INC.	COST	11,873.	13,386.
FAMILY DOLLAR STORES INC.	COST	10,110.	9,512.
PNC BANK CORP	COST	18,000.	18,076.
FEDEX CORP	COST	16,520.	16,051.
COGNIZANT TECH SOLUTIONS	COST	11,340.	12,929.
	TOTAL	$ 416,814.	$ 506,471.

STATEMENT 6
FORM 990-PF, PART II, LINE 10C
INVESTMENTS - CORPORATE BONDS

CORPORATE BONDS	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
PROCTOR & GAMBLE CO. DEB.	COST	$ 35,542.	$ 37,161.
	TOTAL	$ 35,542.	$ 37,161.

STATEMENT 7
FORM 990-PF, PART II, LINE 13
INVESTMENTS - OTHER

	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
OTHER PUBLICLY TRADED SECURITIES			
LAZARD, LTD.	COST	$ 19,555.	$ 16,412.
	TOTAL	$ 19,555.	$ 16,412.

STATEMENT 8
FORM 990-PF, PART IV, LINE 1
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

ITEM	(A) DESCRIPTION	(B) HOW ACQUIRED	(C) DATE ACQUIRED	(D) DATE SOLD
1	200 C V S CAREMARK CORP	PURCHASED	8/12/2009	1/04/2012
2	50 0 REILLY AUTOMOTIVE NEW	PURCHASED	8/29/2005	1/05/2012
3	40 ABBOTT LABORATORIES	PURCHASED	5/13/2010	2/09/2012
4	40 C V S CAREMARK CORP	PURCHASED	8/12/2009	2/09/2012
5	25 CVS CAREMARK CORP	PURCHASED	11/12/2009	2/09/2012
6	15 CELGENE CORP	PURCHASED	7/22/2003	2/09/2012
7	70 CISCO SYSTEMS INC	PURCHASED	1/09/2006	2/09/2012
8	70 CISCO SYSTEMS INC	PURCHASED	2/07/2008	2/09/2012
9	25 COLGATE PALMOLIVE CO.	PURCHASED	11/30/2004	2/09/2012
10	70 DANAHER CORP DEL	PURCHASED	9/04/2007	2/09/2012
11	35 DONALDSON COMPANY INC.	PURCHASED	8/09/2011	2/09/2012
12	40 EXXON MOBIL CORPORATION	PURCHASED	8/20/2008	2/09/2012
13	25 GOLDMAN SACHS GROUP INC.	PURCHASED	7/30/2010	2/09/2012
14	5 GOOGLE INC CLASS A	PURCHASED	3/19/2009	2/09/2012
15	100 JPMORGAN CHASE & CO	PURCHASED	1/16/2009	2/09/2012
16	50 JOHNSON & JOHNSON	PURCHASED	11/29/2001	2/09/2012
17	80 LOWES COMPANIES INC	PURCHASED	11/16/2010	2/09/2012
18	80 MEDTRONIC INC	PURCHASED	11/07/2001	2/09/2012
19	65 MEDTRONIC INC	PURCHASED	8/31/2006	2/09/2012
20	235 MICROSOFT CORP	PURCHASED	11/13/2008	2/09/2012
21	35 MONSANTO CO NEW DEL	PURCHASED	3/25/2010	2/09/2012
22	75 NETAPP INC	PURCHASED	7/06/2011	2/09/2012
23	40 0 REILLY AUTOMOTIVE NEW	PURCHASED	8/29/2005	2/09/2012
24	40 PNC BANK CORPORATION	PURCHASED	1/06/2012	2/09/2012
25	95 PATTERSON COMPANIES	PURCHASED	11/18/2005	2/09/2012
26	160 PAYCHEX INC	PURCHASED	5/02/2008	2/09/2012
27	45 PEPSICO INCORPORATED	PURCHASED	10/25/2001	2/09/2012
28	40 PROCTER & GAMBLE	PURCHASED	2/02/2005	2/09/2012
29	55 ROCKWELL COLLINS INC	PURCHASED	7/30/2009	2/09/2012
30	25 SCHLUMBERGER LTD	PURCHASED	10/14/2009	2/09/2012
31	140 STAPLES INC	PURCHASED	9/09/2002	2/09/2012
32	45 STRYKER CORP	PURCHASED	11/17/2005	2/09/2012
33	55 UNITED TECHNOLOGIES CORP	PURCHASED	8/31/2006	2/09/2012
34	65 WAL-MART STORES INC	PURCHASED	6/09/2009	2/09/2012
35	40 YUM BRANDS INC	PURCHASED	4/20/2010	2/09/2012
36	25 ACCENTURE PLC CL A	PURCHASED	10/01/2009	2/09/2012
37	75 LAZARD LTD	PURCHASED	1/05/2011	2/09/2012
38	55 MICROSOFT CORP	PURCHASED	11/13/2008	2/23/2012
39	120 MICROSOFT CORP	PURCHASED	2/19/2009	2/23/2012
40	30 0 REILLY AUTOMOTIVE NEW	PURCHASED	8/29/2005	5/15/2012

STATEMENT 8 (CONTINUED)
FORM 990-PF, PART IV, LINE 1
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

ITEM	(A) DESCRIPTION	(B) HOW ACQUIRED	(C) DATE ACQUIRED	(D) DATE SOLD
41	45 0 REILLY AUTOMOTIVE NEW	PURCHASED	10/14/2009	5/15/2012
42	25,000 FANNIE MAE 4.000% DUE 11-23-26	PURCHASED	3/08/2012	5/23/2012
43	50 COLGATE PALMOLIVE CO.	PURCHASED	11/30/2004	6/19/2012
44	25,000 FEDERAL HOME LOAN BANK 1.250% DUE 09-28-20	PURCHASED	3/09/2012	6/28/2012
45	100 COLGATE PALMOLIVE CO.	PURCHASED	11/30/2004	8/02/2012
46	395 STAPLES INC	PURCHASED	9/09/2002	8/21/2012
47	200 STAPLES INC	PURCHASED	9/10/2010	8/21/2012
48	750 STAPLES INC	PURCHASED	2/24/2012	8/21/2012
49	25,000 FEDERAL HOME LN MTG CORP 2.000% DUE 08-24-22	PURCHASED	3/22/2012	8/24/2012
50	530 CISCO SYSTEMS INC	PURCHASED	2/07/2008	10/24/2012
51	300 CISCO SYSTEMS INC	PURCHASED	11/11/2010	10/24/2012
52	50 EXXON MOBIL	PURCHASED	8/20/2008	11/19/2012

ITEM	(E) GROSS SALES	(F) DEPREC. ALLOWED	(G) COST BASIS	(H) GAIN (LOSS)	(I) FMV 12/31/69	(J) ADJ. BAS. 12/31/69	(K) EXCESS (I)-(J)	(L) GAIN (LOSS)
1	8,318.		6,985.	1,333.				$ 1,333.
2	3,998.		1,385.	2,613.				2,613.
3	2,149.		1,948.	201.				201.
4	1,694.		1,397.	297.				297.
5	1,059.		742.	317.				317.
6	1,025.		122.	903.				903.
7	1,398.		1,333.	65.				65.
8	1,398.		1,624.	-226.				-226.
9	2,228.		1,152.	1,076.				1,076.
10	3,593.		2,758.	835.				835.
11	2,576.		1,730.	846.				846.
12	3,340.		3,110.	230.				230.
13	2,837.		3,828.	-991.				-991.
14	2,995.		1,653.	1,342.				1,342.
15	3,750.		2,134.	1,616.				1,616.
16	3,195.		2,938.	257.				257.
17	2,102.		1,735.	367.				367.
18	3,177.		3,238.	-61.				-61.
19	2,582.		3,076.	-494.				-494.
20	7,151.		4,866.	2,285.				2,285.
21	2,661.		2,557.	104.				104.
22	3,009.		4,012.	-1,003.				-1,003.
23	3,300.		1,108.	2,192.				2,192.
24	2,358.		2,400.	-42.				-42.
25	2,991.		3,316.	-325.				-325.
26	5,005.		5,925.	-920.				-920.
27	2,842.		2,173.	669.				669.
28	2,505.		2,142.	363.				363.
29	3,203.		2,369.	834.				834.
30	1,915.		1,648.	267.				267.
31	2,002.		1,311.	691.				691.
32	2,375.		1,950.	425.				425.
33	4,577.		3,462.	1,115.				1,115.
34	3,977.		3,312.	665.				665.
35	2,532.		1,724.	808.				808.
36	1,378.		926.	452.				452.
37	2,005.		3,057.	-1,052.				-1,052.

STATEMENT 8 (CONTINUED)
FORM 990-PF, PART IV, LINE 1
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

ITEM	(E) GROSS SALES	(F) DEPREC. ALLOWED	(G) COST BASIS	(H) GAIN (LOSS)	(I) FMV 12/31/69	(J) ADJ. BAS. 12/31/69	(K) EXCESS (I)-(J)	(L) GAIN (LOSS)
38	1,725.		1,139.	586.				$ 586.
39	3,765.		2,159.	1,606.				1,606.
40	3,032.		828.	2,204.				2,204.
41	4,548.		1,629.	2,919.				2,919.
42	25,000.		25,000.	0.				0.
43	5,059.		2,304.	2,755.				2,755.
44	25,000.		24,975.	25.				25.
45	10,530.		4,608.	5,922.				5,922.
46	4,411.		3,700.	711.				711.
47	2,234.		3,872.	-1,638.				-1,638.
48	8,376.		11,522.	-3,146.				-3,146.
49	25,000.		25,133.	-133.				-133.
50	9,235.		12,296.	-3,061.				-3,061.
51	5,227.		6,186.	-959.				-959.
52	4,359.		3,888.	471.				471.
							TOTAL	$ 26,316.

STATEMENT 9
FORM 990-PF, PART VI, LINE 9
TAX DUE

	$ 664.
	10.
	4.
TOTAL	$ 678.

STATEMENT 10
FORM 990-PF, PART VIII, LINE 1
LIST OF OFFICERS, DIRECTORS, TRUSTEES, AND KEY EMPLOYEES

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED	COMPEN-SATION	CONTRI-BUTION TO EBP & DC	EXPENSE ACCOUNT/ OTHER
LYNDA J. ROBB 612 CHAIN BRIDGE RD. MCLEAN, VA 22101	PRESIDENT 0	$ 0.	$ 0.	$ 0.
ALICE B. POPKIN 389 ORLEANS ROAD NORTH CHATHAM, MA 02650	VICE PRESIDENT 0	0.	0.	0.
ERVIN S. DUGGAN 2 FOUR ARTS PLAZA PALM BEACH, FL 33480	SECRETARY/TREAS 1.00	1,000.	0.	0.

STATEMENT 10 (CONTINUED)
FORM 990-PF, PART VIII, LINE 1
LIST OF OFFICERS, DIRECTORS, TRUSTEES, AND KEY EMPLOYEES

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED	COMPEN- SATION	CONTRI- BUTION TO EBP & DC	EXPENSE ACCOUNT/ OTHER
MICHAEL R. GARDNER 1150 CONNECTICUT AVE. NW, #710 WASHINGTON, DC 20036	TRUSTEE 0	$ 0.	$ 0.	$ 0.
KATHLEEN MCCAMPBELL VANCE 4125 52ND STREET NW WASHINGTON, DC 20016	DIRECTOR 0	0.	0.	0.
WENDY BHAGAT 7992 SANDBURG RIDGE COURT VIENNA, VA 22027-1154	TRUSTEE 0	0.	0.	0.
SUE BELL 3719 BRANDYWINE STREET NW WASHINGTON, DC 20016	TRUSTEE 0	0.	0.	0.
RICHARDO M. URBINA 5017 13TH STREET NW WASHINGTON, DC 20001	TRUSTEE 0	0.	0.	0.
DIRECTOR JOAN SMITH SAHLGREN 1713 IRVIN STREET VIENNA, VA 22182	DIRECTOR 5.00	5,500.	0.	0.
	TOTAL	$ 6,500.	$ 0.	$ 0.

STATEMENT 11
FORM 990-PF, PART IX-A, LINE 1
SUMMARY OF DIRECT CHARITABLE ACTIVITIES

DIRECT CHARITABLE ACTIVITIES	EXPENSES
THE FOUNDATION DISTRIBUTED GRANTS TO VARIOUS ORGANIZATIONS DURING 2012 TOTALING $20,057. THESE GRANTS HELP THE FOUNDATION MEETS ITS OBJECTIVE TO ASSIST IN THE DISTRIBUTION OF BOOKS AND OTHER FORMS OF READING MATERIALS TO LIBRARIES AND COMMUNITY GROUPS WITH LIMITED RESOURCES OR ABILITIES TO OTHERWISE PROCURE THESE MATERIALS. -TO ASSIST IN THE SUPPORT, PROMOTION AND DEVELOPMENT OF PROGRAMS WITH THE GOAL OF COMBATING ILLITERACY AND/OR ENCOURAGING AN INTEREST IN READING AND THE LITERARY ARTS AMONG ALL AGES. -TO ENCOURAGE THE DEVELOPMENT OF PROGRAMS RELATING PRIMARILY TO LITERARY OR CULTURAL TOPICS THAT UTILIZE VARIOUS MEANS OF COMMUNICATION.	$ 20,057.

STATEMENT 12
FORM 990-PF, PART XV, LINE 2A-D
APPLICATION SUBMISSION INFORMATION

NAME OF GRANT PROGRAM:
NAME: JOAN SAHLGREN
CARE OF: NATIONAL HOME LIBRARY FOUNDATION
STREET ADDRESS: 3804 WILLIAMS LANE
CITY, STATE, ZIP CODE: CHEVY CHASE, MD 20815
TELEPHONE: (301) 986-4851
E-MAIL ADDRESS:
FORM AND CONTENT: NAME, DESCRIPTION OF ORGANIZATION, NEED, BUDGET, FINANCIAL STATEMENTS
SUBMISSION DEADLINES: NONE
RESTRICTIONS ON AWARDS: RESTRICTED TO EXEMPT ORGANIZATIONS FOR LITERARY PURPOSES.

STATEMENT 13
FORM 990-PF, PART XV, LINE 3A
RECIPIENT PAID DURING THE YEAR

NAME AND ADDRESS	DONEE RELATIONSHIP	FOUNDATION STATUS	PURPOSE OF GRANT	AMOUNT
MARLEY ELEMENTARY SCHOOL 715 COOPER RD. GLEN BURNIE, MD 21060	NONE	N/A	PURCHASE OF BOOKS FOR SHOULD BOOK GIVEAWAY PROGRAM	$ 500.
UNIV. OF MD, PTNRS IN PRINT 8400 BALTIMORE AVE, STE 200 COLLEGE PARK, MD 20740	NONE	NA	PURCHASE OF NEW BOOKS FOR STUDENT READING PROGRAM	1,000.
LITERATURE FOR ALL OF US 2010 DEWEY AVE EVANSTON, IL 60201	NONE	N/A	FUND NEW BOOKS FOR TEEN BOOK GROUP PROGRAM	1,500.
KIDS NEED TO READ 33 SOUTH MESA DR. MESA, AZ 85210	NONE	N/A	TO FUND MIDDLE SCHOOL READING MATERIALS AND LIST OF BOOKS FOR IMPOVERISHED STUDENTS FOR THE READING REVOLUTION PROGRAM.	1,000.
BOOK HARVEST 5802 BRISBANE DR CHAPEL HILL, NC 27514	NONE	N/A	PURCHASE OF BOOKS FOR SUMMER READING PROGRAM FOR STUDENTS	3,000.

STATEMENT 13 (CONTINUED)
FORM 990-PF, PART XV, LINE 3A
RECIPIENT PAID DURING THE YEAR

NAME AND ADDRESS	DONEE RELATIONSHIP	FOUND-ATION STATUS	PURPOSE OF GRANT	AMOUNT
CATHOLIC CHARITIES 924 G STREET, NW WASHINGTON, DC 20001	NONE	N/A	PURCHASE OF BOOKS AND DVD FOR RESOURCES	$ 2,000.
CITIZENS FOR ADULT LITERACY AND LEARNING RT. 29 & FRANCIS AVE MONROE, VA 24574	NONE	N/A	PURCHSSE OF BOOKS AND RESOURCES FO RESTABLISHING A LENDING LIBRARY	882.
HOGAR IMMIGRANT SERVICES 6201 LEESBURG PIKE, STE 307 FALLS CHURCH, VA 22044	NONE	N/A	READING SUPPORT FOR IMMIGRANT ESOL LEARNERS	1,000.
HOMESTRETCH 303 SOUTH MAPLE AVE., STE 400 FALLS CHURCH, VA 22046	NONE	N/A	PURCHASE OF BOOKS AND RESOURCES FOR A HOMESTRETCH LIBRARY	2,500.
JUNCTION CITY HIGH SCHOOL 1135 W SIXTH STREET JUNCTION CITY, OR 97448	NONE	N/A	BATTLE BOOKS COLLECTION IN LIBRARY	650.
LITERACY COUNCIL GULF COAST PO BOX 2703 BONITA SPRINGS, FL 34133	NONE	N/A	BOOKS FOR MOMS AND TOTS FAMILY LITERACY PROGRAMS	550.
LITERACY COUNCIL OF NORTHERN VIRGINIA 2855 ANNANDLA RD FALLS CHURCH, VA 22042	NONE	N/A	TO PROVIDE BOOKS ENGLISH LITERACY INSTRUCTIONS FOR PARENTS AND CHILDREN	2,500.
PRINCE GEORGE'S COMMUNITY COLLEGE FNDT 301 LARGO RD LARGO , MD 20774	NONE	N/A	PURCHASE OF BOOKS AND READING RESOURCES FOR STUDENT LEARNING LAB	725.
THE LITERACY LAB 623 FLORIDA AVE NW WASHINGTON, DC 20001	NONE	N/A	TO SUPPORT READING INSTRUCTION TO 250 LOW-INCOME CHILDREN	1,250.
WRIGHT TO READ 414 N WASHINGTON STREET, STE 100 ALEXANDRIA, VA 22314	NONE	N/A	PURCHASE OF BOOKS FOR LITERARY SUPPORT IN CHILDREN	1,000.
			TOTAL	$ 20,057.