Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

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

OMB No 1545-0052

2012

Open to Public Inspection

For calendar year 2012 or tax year beginning , 2012, and ending , 20

Name of foundation: THE COLLIS/WARNER FOUNDATION, INC.

A Employer identification number: 54-1854416

Number and street (or P O box number if mail is not delivered to street address): 201 N. UNION STREET

Room/suite: 300

B Telephone number (see instructions): (703) 519-7993

City or town, state, and ZIP code: ALEXANDRIA, VA 22314

C If exemption application is pending, check here ▶ [ ]

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

D 1 Foreign organizations, check here ▶ [ ]
2 Foreign organizations meeting the 85% test, check here and attach computation ▶ [ ]

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

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

I Fair market value of all assets at end of year *(from Part II, col (c), line 16)* ▶ $ 4,695,797.

J Accounting method [X] Cash [ ] Accrual [ ] Other (specify) *(Part I, column (d) must be on cash basis)*

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

Part I **Analysis of Revenue and Expenses** *(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (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 (attach schedule)				
	2 Check ▶ [X] if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	131,389.	131,389.		ATCH 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	16,489.			
	b Gross sales price for all assets on line 6a 5,901,052.				
	7 Capital gain net income (from Part IV, line 2)		16,489.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule) ATCH 2	-4,750.	-5,107.		
	12 **Total.** Add lines 1 through 11	143,128.	142,771.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0			
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)				
	c Other professional fees (attach schedule) *	10,543.	10,543.		
	17 Interest				
	18 Taxes (attach schedule) (see instructions) ATCH 4	3,800.			
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule) ATCH 5	223.			223.
	24 **Total operating and administrative expenses.** Add lines 13 through 23	14,566.	10,543.		223.
	25 Contributions, gifts, grants paid	304,500.			304,500.
	26 **Total expenses and disbursements** Add lines 24 and 25	319,066.	10,543.		304,723.
	27 Subtract line 26 from line 12				
	a **Excess of revenue over expenses and disbursements**	-175,938.			
	b **Net investment income** (if negative, enter -0-)		132,228.		
	c **Adjusted net income** (if negative, enter -0-)				

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JSA **For Paperwork Reduction Act Notice, see instructions.** *ATCH 3 Form **990-PF** (2012)

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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	75,196.	2,713,569.	2,713,569.
	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 schedule) ▶ *		* 50,000.	ATCH 6
	Less allowance for doubtful accounts ▶	50,000.	50,000.	50,000.
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10 a Investments - U S and state government obligations (attach schedule) **	1,520,454.		
	b Investments - corporate stock (attach schedule)			
	c Investments - corporate bonds (attach schedule) ATCH 8	1,604,391.		
	11 Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
	12 Investments - mortgage loans			
	13 Investments - other (attach schedule) ATCH 9	1,619,480.	1,926,914.	1,932,228.
	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)	4,869,521.	4,690,483.	4,695,797.
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable (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, bldg , and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds	4,869,521.	4,690,483.	
	30 Total net assets or fund balances (see instructions)	4,869,521.	4,690,483.	
	31 Total liabilities and net assets/fund balances (see instructions)	4,869,521.	4,690,483.	

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	4,869,521.
2 Enter amount from Part I, line 27a	2	-175,938.
3 Other increases not included in line 2 (itemize) ▶	3	
4 Add lines 1, 2, and 3	4	4,693,583.
5 Decreases not included in line 2 (itemize) ▶ ATCH 10	5	3,100.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	4,690,483.

**ATCH 7

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1a	SEE PART IV SCHEDULE			
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

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

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	16,489.
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	0

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No

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

1 Enter the appropriate amount in each column for each year; see the instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2011	381,822.	4,504,127.	0.084772
2010	234,171.	4,886,170.	0.047925
2009	164,495.	4,414,296.	0.037264
2008	646,255.	5,203,902.	0.124187
2007	1,175,586.	6,457,177.	0.182059

2 Total of line 1, column (d)	2	0.476207
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	0.095241
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	4,638,172.
5 Multiply line 4 by line 3	5	441,744.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	1,322.
7 Add lines 5 and 6	7	443,066.
8 Enter qualifying distributions from Part XII, line 4	8	304,723.

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1 . . . Date of ruling or determination letter ______________ (attach copy of letter if necessary - see instructions)				
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b			1	2,645.
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)				
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)			2	
3	Add lines 1 and 2			3	2,645.
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	2,645.
6	Credits/Payments				
a	2012 estimated tax payments and 2011 overpayment credited to 2012	6a	3,443.		
b	Exempt foreign organizations - tax withheld at source	6b			
c	Tax paid with application for extension of time to file (Form 8868)	6c	1,600.		
d	Backup withholding erroneously withheld	6d			
7	Total credits and payments Add lines 6a through 6d			7	5,043.
8	Enter any **penalty** for underpayment of estimated tax. Check here ☐ if Form 2220 is attached			8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶			9	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶			10	2,398.
11	Enter the amount of line 10 to be **Credited to 2013 estimated tax** ▶ 2,398. **Refunded** ▶			11	

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)?	1b		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?	1c		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?	2		X
	If "Yes," attach a detailed description of the activities			
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		X
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year?	5		X
	If "Yes," attach the statement required by General Instruction T			
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col (c), and Part XV*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ VA,			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		X
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	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 ▶ THE COLLIS/WARNER FDN INC. Telephone no ▶ 703-519-7933

Located at ▶ 201 N UNION STREET STE 300 ALEXANDRIA, VA ZIP+4 ▶ 22314

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** - Check here ▶ ☐

and enter the amount of tax-exempt interest received or accrued during the year ▶ 15

			Yes	No
16	At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		X
	See the instructions for exceptions and filing requirements for Form TD F 90-22 1 If "Yes," enter the name of the foreign country ▶			

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

	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.		**Yes**	**No**
1a	During the year did the foundation (either directly or indirectly)			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) ☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	1b		X
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2012?	1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012? ☐ Yes ☒ No			
	If "Yes," list the years ▶			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see instructions)	2b		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 ▶			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☒ Yes ☐ No			
b	If "Yes," did it have excess business holdings in 2012 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969, **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012)*	3b		X
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2012?	4b		X

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

		Yes	No
5a	During the year did the foundation pay or incur any amount to		
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? . . . . . . ☐ Yes ☒ No		
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? . . . . ☐ Yes ☒ No		
	(3) Provide a grant to an individual for travel, study, or other similar purposes? . . . . ☐ Yes ☒ No		
	(4) Provide a grant to an organization other than a charitable, etc, organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (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)? **5b**		
	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)		
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? . . . . ☐ Yes ☒ No		
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b**		X
	If "Yes" to 6b, file Form 8870		
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? . . ☐ Yes ☒ No		
b	If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? **7b**		

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

1 List all officers, directors, trustees, foundation managers and their compensation (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
ATCH 11		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				

Total number of other employees paid over $50,000 . . . . ▶

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 N/A	
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	
2	
All other program-related investments See instructions 3 NONE	
Total. Add lines 1 through 3 ▶	

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	
b	Average of monthly cash balances	1b	1,206,173.
c	Fair market value of all other assets (see instructions)	1c	3,502,631.
d	**Total** (add lines 1a, b, and c)	1d	4,708,804.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	4,708,804.
4	Cash deemed held for charitable activities Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	70,632.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	4,638,172.
6	**Minimum investment return.** Enter 5% of line 5	6	231,909.

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	231,909.
2a	Tax on investment income for 2012 from Part VI, line 5	2a	2,645.		
b	Income tax for 2012 (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	2,645.
3	Distributable amount before adjustments Subtract line 2c from line 1			3	229,264.
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	229,264.
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	229,264.

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	304,723.
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	304,723.
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	304,723.

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				229,264.
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only				
b Total for prior years 20 10 ,20 09 ,20 08				
3 Excess distributions carryover, if any, to 2012				
a From 2007 . . . . 858,855.				
b From 2008 . . . . 390,590.				
c From 2009				
d From 2010				
e From 2011 . . . . 156,562.				
f **Total** of lines 3a through e	1,406,007.			
4 Qualifying distributions for 2012 from Part XII, line 4 ▶ $ 304,723.				
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				229,264.
e Remaining amount distributed out of corpus	75,459.			
5 Excess distributions carryover applied to 2012 *(If an amount appears in column (d), the same amount must be shown in column (a).)*				
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	1,481,466.			
b Prior years' undistributed income Subtract line 4b from line 2b				
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				
e Undistributed income for 2011 Subtract line 4a from line 2a Taxable amount - see instructions				
f Undistributed income for 2012 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013				
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)	858,855.			
9 **Excess distributions carryover to 2013.** Subtract lines 7 and 8 from line 6a	622,611.			
10 Analysis of line 9				
a Excess from 2008 . . . 390,590.				
b Excess from 2009				
c Excess from 2010				
d Excess from 2011 . . . 156,562.				
e Excess from 2012 . . . 75,459.				

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9) NOT APPLICABLE

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)

	Tax year (a) 2012	Prior 3 years (b) 2011	(c) 2010	(d) 2009	(e) Total
2a 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))

N/A

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

N/A

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

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

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

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

c Any submission deadlines

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

Part XV Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
ATCH 12				
Total . . . . ▶ **3a**				304,500.
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					
4 Dividends and interest from securities			14	131,389.	
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			01	-4,750.	
8 Gain or (loss) from sales of assets other than inventory			18	16,489.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)				143,128.	

13 Total. Add line 12, columns (b), (d), and (e) . . . 13 143,128.

(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)

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

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

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

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

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

b If "Yes," complete the following schedule

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

Sign Here

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

Signature of officer or trustee — Date 11/15/13 — Title Secretary

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
ALEXANDER RAINOLD		11/12/13		P00641574
Firm's name ▶ BDO USA, LLP			Firm's EIN ▶ 13-5381590	
Firm's address ▶ 8405 GREENSBORO DRIVE 7TH FLOOR MCLEAN, VA 22102			Phone no 703-893-0600	

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

Application for Extension of Time To File an Exempt Organization Return

▶ File a separate application for each return.

OMB No 1545-1709

- If you are filing for an **Automatic 3-Month Extension, complete only Part I** and check this box . . . . ▶ [X]
- If you are filing for an **Additional (Not Automatic) 3-Month Extension, complete only Part II** (on page 2 of this form)

Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868

Electronic filing *(e-file)*. You can electronically file Form 8868 if you need a 3-month automatic extension of time to file (6 months for a corporation required to file Form 990-T), or an additional (not automatic) 3-month extension of time You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, which must be sent to the IRS in paper format (see instructions) For more details on the electronic filing of this form, visit *www irs gov/efile* and click on *e-file for Charities & Nonprofits*

Part I Automatic 3-Month Extension of Time. Only submit original (no copies needed).

A corporation required to file Form 990-T and requesting an automatic 6-month extension - check this box and complete Part I only . . . . ▶ [ ]

All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns

Enter filer's identifying number, see instructions

Type or print	Name of exempt organization or other filer, see instructions THE COLLIS/WARNER FOUNDATION, INC.	Employer identification number (EIN) or 54-1854416
File by the due date for filing your return See instructions	Number, street, and room or suite no If a P O box, see instructions 201 N UNION STREET	Social security number (SSN)
	City, town or post office, state, and ZIP code For a foreign address, see instructions ALEXANDRIA, VA 22314	

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

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 4720- (individual)	03	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

- The books are in the care of ▶ THE COLLIS/WARNER FDN INC.

Telephone No ▶ 703 519-7933 FAX No ▶

- If the organization does not have an office or place of business in the United States, check this box . . . . ▶ [ ]
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) ______ If this is for the whole group, check this box . . . . . . ▶ [ ] If it is for part of the group, check this box . . . . ▶ [ ] and attach a list with the names and EINs of all members the extension is for

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until 08/15 , 20 13 , to file the exempt organization return for the organization named above The extension is for the organization's return for

▶ [X] calendar year 2012 or

▶ [ ] tax year beginning ______, 20___, and ending ______, 20___

2 If the tax year entered in line 1 is for less than 12 months, check reason. [ ] Initial return [ ] Final return [ ] Change in accounting period

3a	If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions	**3a**	$ 5,043.
b	If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made Include any prior year overpayment allowed as a credit	**3b**	$ 3,443.
c	**Balance due.** Subtract line 3b from line 3a Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System) See instructions	**3c**	$ 1,600.

Caution. If you are going to make an electronic fund withdrawal with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions

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

JSA

2F8054 2 000

● 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 THE COLLIS/WARNER FOUNDATION, INC.	Employer identification number (EIN) or 54-1854416
File by the due date for filing your return See instructions	Number, street, and room or suite no If a P O box, see instructions 201 N UNION STREET, SUITE 300	Social security number (SSN)
	City, town or post office, state, and ZIP code For a foreign address, see instructions ALEXANDRIA, VA 22314	

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

Application Is For	**Return Code**	**Application Is For**	**Return Code**
Form 990 or Form 990-EZ	01		
Form 990-BL	02	Form 1041-A	08
Form 4720 (individual)	03	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

STOP! Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868.

● The books are in the care of ▶ THE COLLIS/WARNER FDN INC.

Telephone No ▶ 703 519-7933 FAX No ▶

● If the organization does not have an office or place of business in the United States, check this box . . . . ▶ [ ]

● If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) ________ If this is for the whole group, check this box . . . . . . ▶ [ ] If it is for part of the group, check this box . . . . ▶ [ ] and attach a list with the names and EINs of all members the extension is for

4 I request an additional 3-month extension of time until 11/15 , 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 SCHEDULE K-1 NECESSARY TO FINALIZE THE RETURN IS STILL OUTSTANDING.

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**	$ 5,043.
b	If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868	**8b**	$ 5,043.
c	**Balance Due.** Subtract line 8b from line 8a Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System) See instructions	**8c**	$

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 ▶ Sharon Berman Title ▶ CPA Date ▶ 08/10/2013

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		TOTAL CAPITAL GAIN DISTRIBUTIONS					781.	
		LITTLE HAWK VENTURE OPP FUND (ST) PROPERTY TYPE: OTHER						
1,550.							1,550.	
		LITTLE HAWK VENTURE OPP FUND (LT) PROPERTY TYPE: OTHER						
20,865.							20,865.	
		DEUTSCHE BANK (261345) (ST) - SEE ATTACH PROPERTY TYPE: SECURITIES				P		
1,637,425.		1,616,345.					21,080.	
		DEUTSCHE BANK (261345) (LT) - SEE ATTACH PROPERTY TYPE: SECURITIES						
1,067,812.		1,182,153.					-114,341.	
		BANKERS TRUST (251335) (LT) - SEE ATTACH PROPERTY TYPE: SECURITIES						
2,345,801.		2,264,495.					81,306.	
		BANKERS TRUST (251335) (ST) - SEE ATTACH PROPERTY TYPE: SECURITIES						
826,818.		821,570.					5,248.	
TOTAL GAIN(LOSS)							16,489.	

ATTACHMENT 1

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
GOVERNMENT INT - BANKERS TRUST	9,474.	9,474.
INTEREST INCOME - BANKERS TRUST	85,183.	85,183.
INTEREST INCOME - DEUTSCHE BANK	105.	105.
GOV. INTEREST - DEUTSCHE BANK	2.	2.
OLD INT. INCOME - BANKERS TRUST	4,178.	4,178.
ORDINARY DIV. - BANKERS TRUST	15,926.	15,926.
ORDINARY DIV. - DEUTSCHE BANK	16,521.	16,521.
TOTAL	131,389.	131,389.

FORM 990PF, PART I - OTHER INCOME

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
LITTLE HAWK FUND I, LLP		-7,981.	-7,966.
TZG-SACHS CALL CENTER, LLP		2,859.	2,859.
IRS REFUND		20.	
BANKERS TRUST - NON-DIVIDEND DISTR.		352.	
	TOTALS	-4,750.	-5,107.

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
INVESTMENT EXPENSES	10,528.	10,528.
BANK CHARGE	15.	15.
TOTALS	10,543.	10,543.

ATTACHMENT 4

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS
2011 EXTENSION PAYMENT	3,800.
TOTALS	3,800.

ATTACHMENT 5

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	CHARITABLE PURPOSES
FILING FEES	25.	25.
OFFICE EXPENSES	198.	198.
TOTALS	223.	223.

ATTACHMENT 6

FORM 990PF, PART II - OTHER NOTES AND LOANS RECEIVABLE

BORROWER: COMMUNITY WEALTH VENTURE

BEGINNING BALANCE DUE	50,000.
ENDING BALANCE DUE	50,000.
ENDING FAIR MARKET VALUE	50,000.
TOTAL BEGINNING OTHER NOTES AND LOANS RECEIVABLE	50,000.
TOTAL ENDING BOOK - OTHER NOTES AND LOANS RECEIVABLE	50,000.
TOTAL ENDING FMV - OTHER NOTES AND LOANS RECEIVABLE	50,000.

FORM 990PF, PART II - U.S. AND STATE OBLIGATIONS

ATTACHMENT 7

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
US SECURITIES- BANKERS TRUST		
US SECURITIES- DB ALEX BROWN		
US OBLIGATIONS TOTAL		

FORM 990PF, PART II - CORPORATE BONDS

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
CORPORATE BONDS- BANKERS TRUST		
TOTALS		

FORM 990PF, PART II - OTHER INVESTMENTS

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
MUTUAL FUNDS- BANKERS TRUST		
MUTUTAL FUNDS- DB ALEX BROWN	1,346,671.	1,351,985.
LITTLE HAWK VENTURE OPPORTUNIT	177,384.	177,384.
TZG-SACHS CALL CENTER, LLC	402,859.	402,859.
TOTALS	1,926,914.	1,932,228.

ATTACHMENT 10

FORM 990PF, PART III - OTHER DECREASES IN NET WORTH OR FUND BALANCES

DESCRIPTION		AMOUNT
PORTFOLIO TIMING DIFFERENES		3,100.
	TOTAL	3,100.

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

ATTACHMENT 11

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
MARK R. WARNER 201 N. UNION STREET 300 ALEXANDRIA, VA 22314	DIRECTOR 1.00	0	0	0
LISA D. COLLIS 201 N. UNION STREET 300 ALEXANDRIA, VA 22314	DIRECTOR 1.00	0	0	0
NICHOLAS D. PERRINS 201 N. UNION STREET 300 ALEXANDRIA, VA 22314	ASST. SECR. 1.00	0	0	0
	GRAND TOTALS	0	0	0

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 12

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
ACT FOR ALEXANDRIA 1421 PRINCE STREET SUITE 400 ALEXANDRIA, VA 22314	PUBLIC CHARITY	GENERAL OPERATING SUPPORT	3,500
ALZHEIMER'S ASSOCIATION 225 N MICHIGAN AVE. FLOOR 17 CHICAGO, IL 60601	PUBLIC CHARITY	GENERAL OPERATING FUND	5,000
FONKOZE USA 1700 KALORAMA RD NW, SUITE 102 WASHINGTON, DC 20009	PUBLIC CHARITY	GENERAL OPERATING FUND	5,000
JAMESTOWN/YORKTOWN FOUNDATION P O. BOX 1607 WILLIAMSBURG, VA 23187	PUBLIC CHARITY	GENERAL OPERATING FUND	2,500
JUVENILE DIABETES RESEARCH FOUNDATION 1400 K STREET, NW SUITE 725 WASHINGTON, DC 20005	PUBLIC CHARITY	GENERAL OPERATING FUND	50,000.
MISSISSIPI CENTER FOR JUSTICE P.O BOX 1023 JACKSON, MS 39215	PUBLIC CHARITY	GENERAL OPERATING FUND	2,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 12 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
PHOENIX PROJECT P.O. BOX 2304 SPRINGFIELD, VA 22152	PUBLIC CHARITY	GENERAL OPERATING FUND	1,000
ROSIE'S THEATER KIDS 445 W 45TH ST. NEW YORK, NY 10036	PUBLIC CHARITY	GENERAL OPERATING FUND	10,000
STOP CHILD ABUSE NOW OF NOVA 1705 FERN ST. ALEXANDRIA, VA 22302	PUBLIC CHARITY	GENERAL OPERATING FUND	1,000
SCHOLARSHIP FUND OF ALEXANDRIA 3330 KING ST ALEXANDRIA, VA 22302	PUBLIC CHARITY	GENERAL OPERATING FUND	5,000.
THE NATURE CONSERVANCY 490 WESTFIELD RD CHARLOTTESVILLE, VA 22901	PUBLIC CHARITY	GENERAL OPERATING FUND	5,000.
THE ROBERT RUSSA MOTON MUSEUM 900 GRIFFIN BLVD FARMVILLE, VA 23901	PUBLIC CHARITY	GENERAL OPERATING FUND	1,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 12 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
UNITED COMMUNITY MINISTRIES, INC 7511 FORDSON RD. ALEXANDRIA, VA 22306	PUBLIC CHARITY	GENERAL OPERATING FUND	1,000
VENTURE PHILANTHROPY PARTNERS 1201 15TH ST NW, STE 510 WASHINGTON, DC 20005	PUBLIC CHARITY	GENERAL OPERATING FUND	200,000
VIRGINIA FOUNDATION FOR INDEPENDENT COLLEGES 8010 RIDGE ROAD, SUITE B RICHMOND, VA 23229	PUBLIC CHARITY	GENERAL OPERATING FUND	5,000
VIRGINIA TREATMENT CENTER FOR CHILDREN FOUNDATION 800E LEIGH ST , STE 150 RICHMOND, VA 23219	PUBLIC CHARITY	GENERAL OPERATING FUND	2,500.
WOLF TRAP FOUNDATION 1645 TRAP RD VIENNA, VA 22182	PUBLIC CHARITY	GENERAL OPERATING FUND	5,000.
		TOTAL CONTRIBUTIONS PAID	304,500.

THE COLLIS/WARNER FOUNDATION, INC.
Schedule D Detail of Short-term Capital Gains and Losses

54-1854416
ATTACHMENT 1

Description	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Short-term Gain/Loss
CAPITAL GAINS (LOSSES) HELD FOR INVESTMENT PURPOSES					
LITTLE HAWK VENTURE OPP FUND (ST)			1,550.		1,550.
DEUTSCHE BANK (261345) (ST) - SEE ATTACHED			1,637,425.	1,616,345.	21,080.
BANKERS TRUST (251335) (ST) - SEE ATTACHED			826,818.	821,570.	5,248.
TOTAL CAPITAL GAINS (LOSSES) HELD FOR INVESTMENT PURPOSES			2,465,793.	2,437,915.	27,878.
Totals			2,465,793.	2,437,915.	27,878.

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THE COLLIS/WARNER FOUNDATION, INC.
Schedule D Detail of Long-term Capital Gains and Losses

54-1854416
ATTACHMENT 2

Description	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Long-term Gain/Loss
CAPITAL GAINS (LOSSES) HELD FOR INVESTMENT PURPOSES					
DEUTSCHE BANK (261345) (LT) - SEE			1,067,812.	1,182,153.	-114,341.
ATTACHED			1,067,812.	1,182,153.	-114,341.
BANKERS TRUST (251335) (LT) - SEE			2,345,801.	2,264,495.	81,306.
ATTACHED			2,345,801.	2,264,495.	81,306.
TOTAL CAPITAL GAINS (LOSSES) HELD FOR INVESTMENT PURPOSES			3,434,478.	3,446,648.	-12,170.
			3,434,478.	3,446,648.	-12,170.
Totals			3,434,478.	3,446,648.	-12,170.

JSA
2F0970 1 000

THE COLLIS/WARNER FOUNDATION, INC.
EIN: 54-1854416

2012 Tax Information Statement

Payer's Name and Address:
DEUTSCHE BANK TRUST CO AMERICAS
60 WALL STREET MS NYC60-3203
NEW YORK, NY 10005

Account Number:	251335
Recipient's Tax ID Number:	54-1854416
Payer's Federal ID Number:	13-4941247
Payer's State ID Number:	
State:	VA
Questions?	(212)454-9220

☐ Corrected ☐ 2nd TIN notice

Recipient's Name and Address:
THE COLLIS-WARNER FOUNDATION
ATTN: NICHOLAS PERRINS
201 N.UNION STREET-SUITE #300
ALEXANDRIA, VA 22314

2012 Form 1099-B: Proceeds from Broker and Barter Exchange Transactions

OMB No. 1545-0715

Reported to the IRS is Sales Price of stocks, bonds, etc., less commissions and option premiums.
For noncovered securities (Box 6a is checked) shown on this statement, cost basis information including wash sale disallowed loss is not being reported to the IRS.

Cusip / Quantity Sold (Box 1e)	Description (Box 8) / Date of Sale or Exchange (Box 1a)	Date of Acquisition	Stock or Other Symbol (Box 1d) / Stocks Bonds, etc. (Box 2a)	Cost or Other Basis	Wash Sale Loss Disallowed	Net Gain or Loss	Federal Income Tax Withheld (Box 4)	State Tax Withheld (Box 15)
Short Term Sales Reported on 1099-B								
0258M0DD8	AMERICAN EXPRESS CREDIT DTD 3/26/2012 2.375% 3/24/2017		0258M0DD8					
15000.0000	06/05/2012	04/13/2012	15,169.05	15,168.30	0.00	0.75	0.00	0.00
0258M0DD8	AMERICAN EXPRESS CREDIT DTD 3/26/2012 2.375% 3/24/2017		0258M0DD8					
60000.0000	12/14/2012	04/13/2012	62,893.20	60,673.20	0.00	2,220.00	0.00	0.00
031162BQ2	AMGEN INC DTD 5/15/2012 2.125% 5/15/2017		031162BQ2					
60000.0000	12/14/2012	06/07/2012	62,324.40	60,268.20	0.00	2,056.20	0.00	0.00
03523TBN7	ANHEUSER-BUSCH DTD 7/16/2012 1.375% 7/15/2017		03523TBN7					
60000.0000	12/14/2012	07/26/2012	60,639.60	60,573.00	0.00	66.60	0.00	0.00
06051GEG0	BANK OF AMERICA DTD 3/17/2011 3.625% 3/17/2016		06051GEG0					
60000.0000	12/14/2012	11/15/2012	63,555.00	63,661.20	0.00	-106.20	0.00	0.00
36962G2G8	GECC MTN DTD 2/13/2007 5.40% 2/15/2017		36962G2G8					
15000.0000	06/05/2012	08/31/2011	16,856.85	16,633.35	0.00	223.50	0.00	0.00
458140AL4	INTEL CORP DTD 12/11/2012 1.35% 12/15/2017		458140AL4					
60000.0000	12/14/2012	12/06/2012	59,976.60	60,372.00	0.00	-395.40	0.00	0.00

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THE COLLIS/WARNER FOUNDATION, INC.
EIN: 54-1854416

2012 Tax Information Statement

Account Number: 251335
Recipient's Tax ID Number: 54-1854416
Payer's Federal ID Number: 13-4941247
Payer's State ID Number:
State: VA
Questions? (212)454-9220
☐ Corrected ☐ 2nd TIN notice

Recipient's Name and Address:
THE COLLIS-WARNER FOUNDATION
ATTN: NICHOLAS PERRINS
201 N.UNION STREET-SUITE #300
ALEXANDRIA, VA 22314

Payer's Name and Address:
DEUTSCHE BANK TRUST CO AMERICAS
60 WALL STREET MS NYC60-3203
NEW YORK, NY 10005

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Cusip / Quantity Sold (Box 1a)	Description (Box 8) / Date of Sale or Exchange (Box 1a)	Date of Acquisition	Stock or Other Symbol (Box 1d) / Stocks Bonds, etc. (Box 2a)	Cost or Other Basis	Wash Sale Loss Disallowed	Net Gain or Loss	Federal Income Tax Withheld (Box 4)	State Tax Withheld (Box 15)
48126EAA5	JPMORGAN CHASE DTD 8/20/2012 2.00% 8/15/2017		48126EAA5					
60000.0000	12/14/2012	11/29/2012	61,042 20	61,193.40	0.00	-151.20	0 00	0.00
58013MEJ9	MCDONALDS CORP DTD 8/2/2010 3.50% 7/15/2020		58013MEJ9					
75000.0000	12/14/2012	08/21/2012	83,419.50	82,747.50	0.00	672.00	0.00	0.00
72447XAA5	PITNEY BOW DTD 7/13/2005 4.75% 1/15/2016		72447XAA5					
75000.0000	11/15/2012	02/10/2012	78,221.25	80,534.25	0.00	-2,313.00	0.00	0.00
89233P5S1	TOYOTA MOTOR CREDIT CORP DTD 1/12/2012 2.05% 1/12/2017		89233P5S1					
75000.0000	12/14/2012	01/20/2012	77,775.00	75,282.00	0.00	2,493.00	0 00	0.00
912828KQ2	US T BDS DTD 5/15/2009 3.125% 5/15/2019		912828KQ2					
25000.0000	12/17/2012	05/24/2012	28,299.80	28,296.88	0.00	2 92	0.00	0.00
912828HR4	US T NTS DTD 2/15/2008 3.50% 2/15/2018		912828HR4					
50000.0000	12/17/2012	02/23/2012	56,958.99	56,832.03	0.00	126 96	0.00	0 00
912828MS6	US T NTS DTD 2/28/2010 3.00% 2/28/2017		912828MS6					
25000.0000	01/09/2012	11/03/2011	27,635 74	27,543.95	0.00	91 79	0 00	0.00
92976WBH8	WACHOVIA CORP DTD 1/31/2008 5.75% 2/1/2018		92976WBH8					
60000.0000	12/14/2012	08/02/2012	72,051.00	71,791.20	0.00	259 80	0 00	0.00
Total Short Term Sales Reported on 1099-B Report on Form 8949, Part I, with Box B checked			826,818 18	821,570.46	0.00	5,247.72	0.00	0.00

Long Term 15% Sales Reported on 1099-B

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Cusip / Quantity Sold (Box 1e)	Description (Box 8) / Date of Sale or Exchange (Box 1a)	Date of Acquisition	Stock or Other Symbol (Box 1d) / Stocks Bonds, etc. (Box 2a)	Cost or Other Basis	Wash Sale Loss Disallowed	Net Gain or Loss	Federal Income Tax Withheld (Box 4)	State Tax Withheld (Box 15)
002824AU4	ABBOTT LABS DTD 3/3/2009 5.125% 4/1/2019		002824AU4					
10000.0000	05/24/2012	02/27/2009	11,904.80	9,986.92	0.00	1,917.88	0.00	0.00
002824AU4	ABBOTT LABS DTD 3/3/2009 5.125% 4/1/2019		002824AU4					
31000.0000	11/09/2012	02/27/2009	37,372.05	30,961.93	0.00	6,410.12	0.00	0.00
002824AU4	ABBOTT LABS DTD 3/3/2009 5.125% 4/1/2019		002824AU4					
34000.0000	11/29/2012	02/27/2009	40,988.70	33,958.78	0.00	7,029.92	0.00	0.00
025816AQ2	AMEX DTD 7/24/2003 4.875% 7/15/2013		025816AQ2					
75000.0000	04/13/2012	06/22/2010	78,378.00	80,040.00	0.00	-1,662.00	0.00	0.00
04315J860	ARTIO GLOBAL HIGH INCOME FUND		04315J860					
23584.9060	12/18/2012	04/21/2010	235,141.51	249,647.53	0.00	-14,506.02	0.00	0.00
060505AR5	BANK AMER DTD 9/25/2002 4 875% 9/15/2012		060505AR5					
75000.0000	07/26/2012	01/13/2005	75,303.75	77,064.00	0.00	-1,760.25	0.00	0.00
20825CAT1	CONOCOPHILLIPS DTD 5/21/2009 4.60% 1/15/2015		20825CAT1					
75000.0000	12/14/2012	10/28/2009	81,173.25	80,208.00	0.00	965.25	0.00	0.00
24702RAL5	DELL INC DTD 9/10/2010 2.30% 9/10/2015		24702RAL5					
75000.0000	12/14/2012	11/22/2010	77,037.75	74,462.33	0.00	2,575.42	0.00	0.00
254687AV8	DISNEY WALT DTD 12/4/2007 4.70% 12/1/2012		254687AV8					
75000.0000	01/20/2012	04/08/2008	77,625.00	76,676.25	0.00	948.75	0.00	0.00
36962G2G8	GECC MTN DTD 2/13/2007 5.40% 2/15/2017		36962G2G8					
60000.0000	12/14/2012	08/31/2011	69,038.40	66,533.40	0.00	2,505.00	0.00	0.00

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38141GEA8	GOLDMAN SACHS GROUP INC DTD 1/12/2005 5.125% 1/15/2015		38141GEA8					
75000.0000	12/14/2012	01/18/2011	80,547.00	80,882.25	0.00	-335.25	0.00	0.00
441812KD5	HOUSEHOLD FIN CORP DTD 7/21/2003 4.75% 7/15/2013		441812KD5					
75000.0000	12/14/2012	11/16/2010	76,594.50	79,791.00	0.00	-3,196.50	0.00	0.00
46625HHN3	J P MORGAN CHASE & CO DTD 5/18/2009 4.65% 6/1/2014		46625HHN3					
75000.0000	11/29/2012	05/20/2009	79,173.75	75,507.75	0.00	3,666.00	0.00	0.00
478115AA6	JOHNS HOPKINS UNIVERSITY DTD 3/26/2009 5.25% 7/1/2019		478115AA6					
50000.0000	12/14/2012	03/19/2009	59,763.50	49,977.80	0.00	9,785.70	0.00	0.00
594918AB0	MICROSOFT CORP DTD 5/18/2009 2.95% 6/1/2014		594918AB0					
75000.0000	12/14/2012	03/18/2011	77,841.00	78,643.50	0.00	-802.50	0.00	0.00
617446HR3	MORGAN DTD 2/26/2003 5.30% 3/1/2013		617446HR3					
75000.0000	12/14/2012	02/17/2010	75,642.75	79,818.00	0.00	-4,175.25	0.00	0.00
66989HAA6	NOVARTIS CAP CORP DTD 2/10/2009 4.125% 2/10/2014		66989HAA6					
75000.0000	12/14/2012	09/13/2010	78,040.50	81,547.50	0.00	-3,507.00	0.00	0.00
68402LAC8	ORACLE CORP DTD 1/13/2006 5.25% 1/15/2016		68402LAC8					
75000.0000	12/14/2012	01/22/2009	84,946.50	78,012.00	0.00	6,934.50	0.00	0.00
742718DN6	PROCTER & GAMBLE CO DTD 2/6/2009 4.70% 2/15/2019		742718DN6					
10000.0000	05/24/2012	02/04/2009	11,819.70	10,033.90	0.00	1,785.80	0.00	0.00
742718DN6	PROCTER & GAMBLE CO DTD 2/6/2009 4.70% 2/15/2019		742718DN6					
65000.0000	12/14/2012	02/04/2009	76,996.40	65,220.35	0.00	11,776.05	0.00	0.00

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74432QBH7	PRUDENTIAL FINANCIAL INC DTD 9/15/2009 3 625% 9/17/2012		74432QBH7					
75000.0000	08/20/2012	09/17/2009	75,126.75	75,390.00	0.00	-263.25	0 00	0 00
822582AF9	SHELL INTL FIN DTD 3/23/2009 4.00% 3/21/2014		822582AF9					
75000 0000	06/07/2012	Various	79,467.00	75,541.16	0.00	3,925 84	0 00	0.00
883556AY8	THERMO FISHER SCIENTIFIC DTD 2/22/2011 3.20% 3/1/2016		883556AY8					
75000.0000	12/14/2012	08/24/2011	79,772.25	78,531.75	0.00	1,240 50	0.00	0 00
911312AG1	UNITED PAR DTD 1/15/2008 4.50% 1/15/2013		911312AG1					
75000.0000	02/10/2012	10/21/2008	77,770.50	74,712 87	0.00	3,057.63	0 00	0.00
912828KQ2	US T BDS DTD 5/15/2009 3.125% 5/15/2019		912828KQ2					
100000.0000	12/17/2012	Various	113,199.22	97,706 62	0.00	15,492.60	0.00	0 00
912828DM9	US T NTS DTD 2/15/2005 4.00% 2/15/2015		912828DM9					
40000.0000	01/09/2012	03/08/2006	44,403.13	39,218.72	0.00	5,184 41	0 00	0.00
912828HR4	US T NTS DTD 2/15/2008 3 50% 2/15/2018		912828HR4					
25000.0000	12/17/2012	11/03/2011	28,479.49	28,337 89	0.00	141 60	0.00	0.00
912828MS6	US T NTS DTD 2/28/2010 3.00% 2/28/2017		912828MS6					
75000 0000	01/09/2012	01/06/2011	82,907.23	76,936.52	0.00	5,970.71	0.00	0 00
912828HZ6	US T NTS DTD 5/15/2008 3.875% 5/15/2018		912828HZ6					
100000.0000	01/09/2012	Various	116,421.88	104,167 96	0.00	12,253.92	0 00	0 00
912828KW9	US T NTS DTD 5/31/2009 3 25% 5/31/2016		912828KW9					
50000.0000	01/09/2012	07/28/2010	55,511 72	53,023.44	0.00	2,488.28	0.00	0.00

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Cusip / Quantity Sold *(Box 1e)*	Description *(Box 8)* / Date of Sale or Exchange *(Box 1a)*	Date of Acquisition	Stock or Other Symbol *(Box 1d)* / Stocks Bonds, etc. *(Box 2a)*	Cost or Other Basis	Wash Sale Loss Disallowed	Net Gain or Loss	Federal Income Tax Withheld *(Box 4)*	State Tax Withheld *(Box 15)*
912828KW9	US T NTS DTD 5/31/2009 3 25% 5/31/2016		912828KW9					
25000.0000	12/17/2012	03/29/2011	27,404.30	26,169.92	0.00	1,234.38	0.00	0.00
92343VAY0	VERIZON COMMUNICATIONS INC DTD 3/28/2011 3.00% 4/1/2016		92343VAY0					
75000.0000	12/14/2012	05/03/2011	80,008.50	75,784.50	0.00	4,224.00	0.00	0.00
Total Long Term 15% Sales Reported on 1099-B			**2,345,800.78**	**2,264,494.54**	**0.00**	**81,306.24**	**0.00**	**0.00**

Report on Form 8949, Part II, with Box B checked

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THE COLLIS/WARNER FOUNDATION, INC.
EIN: 54-1854416

Recipient's Name and Address:
COLLIS WARNER FOUNDATION
ATTN: NICHOLAS PERRINS *

Account Number: 5XW-261345

Recipient's Identification Number: 54-1854416

2012 TAX and YEAR-END STATEMENT
As of 03/27/2013

This statement is being provided for informational purposes only. The information on this statement will not be furnished to the Internal Revenue Service.

2012 Form 1099-B Proceeds From Broker and Barter Exchange Transactions OMB No. 1545-0715
(For individuals report details on Form 1040 Schedule D Line 1, 2, 3, 8, 9 or 10)

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Short-Term Transactions for Which Basis Is Reported to the IRS: Report on Form 8949, Part I, with Box A Checked

Covered (Box 6b)

Quantity (Box 1e)	Disposition Transaction	Disposition Method	Date of Acquisition (Box 1b)	Date of Sale or Exchange (Box 1a)	Gross Proceeds Less Commissions and Fees (Box 2a)	Cost or Other Basis (Box 3)	Adjustments W=Wash Sale Loss (Box 5) 0=Option Premium R=Return of Capital	Realized Gain or (Loss)
Description (Box 8): BLACKROCK EQUITY DIV IDEND FUND INST CLAS S					CUSIP (Box 1d): 09251M504			
26,246.719	SELL	VERSUS PURCHASE	02/09/2012	12/13/2012	522,572.18	500,000.00		22,572.18
138.724	SELL	VERSUS PURCHASE	04/19/2012	12/13/2012	2,761.99	2,687.09		74.90
141.357	SELL	VERSUS PURCHASE	07/20/2012	12/13/2012	2,814.42	2,753.64		60.78
150.532	SELL	VERSUS PURCHASE	10/19/2012	12/13/2012	2,997.09	3,076.87	79.78 W	0.00
150.532	SELL	VERSUS PURCHASE	12/13/2012	12/13/2012	2,997.09	3,076.87	79.78 W	0.00
Wash sale. 55 day(s) added to holding period								
44.136	SELL	VERSUS PURCHASE	12/13/2012	12/13/2012	878.75	878.75		0.00
26,872	**SALE DATE TOTAL**		VARIOUS	12/13/2012	535,021.52	512,473.22	159.56	22,707.86
	SECURITY TOTAL				535,021.52	512,473.22	159.56	22,707.86
Short-Term Covered Total					**535,021.52**	**512,473.22**	**159.56**	**22,707.86**

Seq # (5XW 142511)

THE COLLIS/WARNER FOUNDATION, INC.
EIN: 54-1854416

Recipient's Name and Address:

COLLIS WARNER FOUNDATION
ATTN: NICHOLAS PERRINS •

Account Number: 5XW-261345

Recipient's Identification Number: 54-1854416

2012 TAX and YEAR-END STATEMENT
As of 03/27/2013

2012 Form 1099-B Proceeds From Broker and Barter Exchange Transactions OMB No. 1545-0715 *(Continued)*

(For individuals report details on Form 1040 Schedule D Line 1, 2, 3, 8, 9 or 10)

Quantity (Box 1e)	Disposition Transaction	Disposition Method	Date of Acquisition (Box 1b)	Date of Sale or Exchange (Box 1a)	Gross Proceeds Less Commissions and Fees (Box 2a)	Cost or Other Basis (Box 3)	Adjustments W=Wash Sale Loss (Box 5) O=Option Premium R=Return of Capital	Realized Gain or (Loss)
Short-Term Transactions for Which Basis Is Not Reported to the IRS: Report on Form 8949, Part I, with Box B Checked								
Noncovered (Box 6a)								
Description (Box 8): LONGLEAF PARTNERS FU ND					CUSIP (Box 1d): 543069108			
1,043.199	SELL	FIRST IN FIRST OUT	11/08/2011	06/01/2012	27,008.42	28,458.48		(1,450.06)
202.196	SELL	FIRST IN FIRST OUT	12/29/2011	06/01/2012	5,234.86	5,412.78		(177.92)
1,245.395	SALE DATE TOTAL		VARIOUS	06/01/2012	32,243.28	33,871.26		(1,627.98)
	SECURITY TOTAL				32,243.28	33,871.26		(1,627.98)
Short-Term Noncovered Total					32,243.28	33,871.26	0.00	(1,627.98)
Short-Term Total					567,264.80	546,344.48	159.56	21,079.88
Long-Term Transactions for Which Basis Is Not Reported to the IRS: Report on Form 8949, Part II, with Box B Checked								
Noncovered (Box 6a)								
Description (Box 8): LONGLEAF PARTNERS FU ND					CUSIP (Box 1d): 543069108			
5,281.285	SELL	FIRST IN FIRST OUT	01/12/2004	06/01/2012	136,732.47	163,402.96		(26,670.49)
8,175.278	SELL	FIRST IN FIRST OUT	06/10/2004	06/01/2012	211,657.95	250,000.00		(38,342.05)
8,161.933	SELL	FIRST IN FIRST OUT	06/18/2004	06/01/2012	211,312.44	250,000.00		(38,687.56)
673.217	SELL	FIRST IN FIRST OUT	11/11/2004	06/01/2012	17,429.59	20,310.95		(2,881.36)
156.946	SELL	FIRST IN FIRST OUT	12/29/2004	06/01/2012	4,063.33	4,909.27		(845.94)
1,079.964	SELL	FIRST IN FIRST OUT	11/09/2005	06/01/2012	27,960.27	33,327.68		(5,367.41)
194.393	SELL	FIRST IN FIRST OUT	11/09/2005	06/01/2012	5,032.83	5,998.98		(966.15)
321.518	SELL	FIRST IN FIRST OUT	12/28/2005	06/01/2012	8,324.10	10,034.59		(1,710.49)

THE COLLIS/WARNER FOUNDATION, INC.
EIN: 54-1854416

Recipient's Name and Address:

COLLIS WARNER FOUNDATION
ATTN: NICHOLAS PERRINS •

Account Number: 5XW-261345

Recipient's Identification
Number: 54-1854416

2012 TAX and
YEAR-END STATEMENT
As of 03/27/2013

2012 Form 1099-B Proceeds From Broker and Barter Exchange Transactions OMB No. 1545-0715 *(Continued)*
(For individuals report details on Form 1040 Schedule D Line 1, 2, 3, 8, 9 or 10)

Long-Term Transactions for Which Basis Is Not Reported to the IRS: Report on Form 8949, Part II, with Box B Checked

Noncovered (Box 6a) *(continued)*

Description (Box 8): LONGLEAF PARTNERS FU ND — CUSIP (Box 1d): 543069108 *(continued)*

Quantity (Box 1e)	Disposition Transaction	Disposition Method	Date of Acquisition (Box 1b)	Date of Sale or Exchange (Box 1a)	Gross Proceeds Less Commissions and Fees (Box 2a)	Cost or Other Basis (Box 3)	Adjustments W=Wash Sale Loss (Box 5) O=Option Premium R=Return of Capital	Realized Gain or (Loss)
2,588.049	SELL	FIRST IN FIRST OUT	11/08/2006	06/01/2012	67,004.59	89,753.55		(22,748.96)
73.009	SELL	FIRST IN FIRST OUT	11/08/2006	06/01/2012	1,890.20	2,531.96		(641.76)
154.149	SELL	FIRST IN FIRST OUT	12/27/2006	06/01/2012	3,990.92	5,412.18		(1,421.26)
1,673.043	SELL	FIRST IN FIRST OUT	11/07/2007	06/01/2012	43,315.08	59,627.25		(16,312.17)
5.294	SELL	FIRST IN FIRST OUT	11/07/2007	06/01/2012	137.06	188.69		(51.63)
79.987	SELL	FIRST IN FIRST OUT	12/27/2007	06/01/2012	2,070.86	2,680.36		(609.50)
1,660.309	SELL	FIRST IN FIRST OUT	11/06/2008	06/01/2012	42,985.40	26,581.54		16,403.86
80.177	SELL	FIRST IN FIRST OUT	12/30/2008	06/01/2012	2,075.78	1,234.72		841.06
17.356	SELL	FIRST IN FIRST OUT	12/16/2009	06/01/2012	449.35	412.38		36.97
10,665.529	SELL	FIRST IN FIRST OUT	02/11/2010	06/01/2012	276,130.55	250,000.00		26,130.55
202.745	SELL	FIRST IN FIRST OUT	12/29/2010	06/01/2012	5,249.07	5,745.80		(496.73)
41,244.181	**SALE DATE TOTAL**		VARIOUS	06/01/2012	1,067,811.84	1,182,152.86		(114,341.02)
	SECURITY TOTAL				1,067,811.84	1,182,152.86		(114,341.02)
Long-Term Noncovered Total					**1,067,811.84**	**1,182,152.86**	**0.00**	**(114,341.02)**
Long-Term Total					**1,067,811.84**	**1,182,152.86**	**0.00**	**(114,341.02)**

THE COLLIS/WARNER FOUNDATION, INC.
EIN: 54-1854416

Recipient's Name and Address:

COLLIS WARNER FOUNDATION
ATTN: NICHOLAS PERRINS

Account Number: 5XW-261345

Recipient's Identification Number: 54-1854416

2012 TAX and YEAR-END STATEMENT
As of 03/27/2013

2012 Form 1099-B Proceeds From Broker and Barter Exchange Transactions OMB No. 1545-0715 *(Continued)*
(For individuals report details on Form 1040 Schedule D Line 1, 2, 3, 8, 9 or 10)

Quantity (Box 1e)	Disposition Transaction	Disposition Method	Date of Acquisition (Box 1b)	Date of Sale or Exchange (Box 1a)	Gross Proceeds Less Commissions and Fees (Box 2a)	Cost or Other Basis (Box 3)	Adjustments W=Wash Sale Loss (Box 5) O=Option Premium R=Return of Capital	Realized Gain or (Loss)
Short-Term Transactions Not Reported to the IRS on Form 1099-B: For Informational Purposes Only								
Description (Box 8): UNITED STATES TREAS BILLS 0.000% 02/09/ 12 B/E DTD 02/10/11					**CUSIP (Box 1d):** 9127953C3			
1,070,000	MAT	FIRST IN FIRST OUT	11/09/2011	02/09/2012	1,070,000.00	1,069,999.99		0.01
Short-Term Transactions Not Reported Total					**1,070,000.00**	**1,069,999.99**	**0.00**	**0.01**
Total					**2,705,076.64**	**2,798,497.33**	**159.56**	**(93,261.13)**

Important Cost Basis Information for 2012 Tax Reporting

Effective January 1, 2012, the cost basis reporting rules have been extended to mutual fund shares, stock in eligible dividend reinvestment plans (DRPs) and exchange-traded funds (ETFs) that are treated like mutual funds for tax purposes. Additional phased-in rules for debt instruments (e.g., bonds) and options will be implemented in 2014, or perhaps later. The new tax rules require us to report the original or adjusted purchase price (cost basis) both to you and the Internal Revenue Service (IRS) when covered mutual fund shares, stock in DRPs and ETFs that are treated like mutual funds for tax purposes, in your taxable (non-retirement) account are disposed of by sale, exchange or redemption. (The rules for reporting of covered securities [1] previously rolled out in 2011 continue to apply.) As a result, you will see changes in your account statement, trade confirmations, Form 1099-B and other reporting documents. [2]

Covered vs. Noncovered Mutual Funds. Similar to 2011 changes for stock, the new tax rules make a distinction between "covered" and "noncovered" in taxable accounts. For example, under the new rules, in general, if you own a mutual fund, but the shares were acquired *before* January 1, 2012, those shares may be considered noncovered, and their cost basis generally will not be reported to the IRS. Mutual funds acquired on or after January 1, 2012, including shares acquired by reinvesting dividends or capital gain distributions, will be considered covered and will be reported. This distinction between covered and noncovered, which is required by the IRS, creates two accounts for cost basis--one for covered and one for noncovered shares--held by you. Please note that how shares are categorized does not change your responsibility for reporting the correct adjusted cost basis, and there are many reasons why shares are marked as noncovered.

First Time Effects on Mutual Funds. Your 2012 Form 1099-B will now report the cost basis of all covered mutual funds (and other covered securities) that are sold, redeemed or exchanged during the year. Additional information for those covered mutual funds will be reported. Along with these changes and other enhancements, it should be easier to use the cost basis information in Pershing's substitute Form 1099-B when completing Form 8949 as part of your tax preparation.

Average Cost Calculations. Average cost has always been determined by dividing the total purchase cost by the total number of shares. However, starting in 2012, there are important changes on how average cost will be calculated. For new purchases of existing positions after January 1, 2012, your average cost will be calculated separately for all covered shares. This means you may have two different average basis calculations for the same position on your 1099 and your account statement. Special rules apply to gifted mutual fund shares. [3] You may have to contact your investment professional or registered investment advisor about incorporating depreciated gifted mutual fund shares into the average, because they are tracked separately.