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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.

2012

Open to public inspection

For calendar year 2012 or tax year beginning

, and ending

Name of foundation J.S. PLANK & D.M. DICARLO FAMILY FOUNDATION, INC.		A Employer identification number 71-1040599
Number and street (or P.O. box number if mail is not delivered to street address) 36 S CHARLES STREET	Room/suite 2300	B Telephone number 410-539-2800
City or town, state, and ZIP code BALTIMORE, MD 21201		C If exemption application is pending, check here ☐
G Check all that apply: ☐ Initial return ☐ Final return ☐ Address change ☐ Initial return of a former public charity ☐ Amended return ☐ Name change		D 1. Foreign organizations, check here ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ☐
H Check type of organization: ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here ☐
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 9,986,400.	J Accounting method: ☒ Cash ☐ Accrual ☐ Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a).)		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received				N/A	
2 Check ☐ If the foundation is not required to attach Sch. B					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities		166,717.	166,717.		STATEMENT 1
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		6,482,546.			
b Gross sales price for all assets on line 6a 7,278,797.					
7 Capital gain net income (from Part IV, line 2)			6,482,546.		
8 Net short-term capital gain					
9 Income modifications					
10a Gross sales less returns and allowances					
b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income					
12 Total. Add lines 1 through 11		6,649,263.	6,649,263.		
13 Compensation of officers, directors, trustees, etc		0.	0.		0.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees					
b Accounting fees					
c Other professional fees STMT 2		7,495.	0.		0.
17 Interest					
18 Taxes STMT 3		68,095.	1,653.		0.
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses					
24 Total operating and administrative expenses. Add lines 13 through 23		75,590.	1,653.		0.
25 Contributions, gifts, grants paid		1,428,947.			1,428,947.
26 Total expenses and disbursements. Add lines 24 and 25		1,504,537.	1,653.		1,428,947.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		5,144,726.			
b Net investment income (if negative, enter -0-)			6,647,610.		
c Adjusted net income (if negative, enter -0-)				N/A	

14

**J.S. PLANK & D.M. DICARLO FAMILY
FOUNDATION, INC.**

Part II Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	63,582.	210,279.	210,279.
	2 Savings and temporary cash investments			
	3 Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock			
	c Investments - corporate bonds			
Liabilities	11 Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other STMT 4	4,481,529.	9,508,765.	9,774,874.
	14 Land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	15 Other assets (describe STATEMENT 5)	447.	1,247.	1,247.
	16 Total assets (to be completed by all filers)	4,545,558.	9,720,291.	9,986,400.
	17 Accounts payable and accrued expenses			
	18 Grants payable			
Net Assets or Fund Balances	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe STATEMENT 6)	16,516.	46,523.	
	23 Total liabilities (add lines 17 through 22)	16,516.	46,523.	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ☐ and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ☒ and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	0.	0.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	4,529,042.	9,673,768.	
30 Total net assets or fund balances	4,529,042.	9,673,768.		
31 Total liabilities and net assets/fund balances	4,545,558.	9,720,291.		

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	4,529,042.
2 Enter amount from Part I, line 27a	2	5,144,726.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	9,673,768.
5 Decreases not included in line 2 (itemize) ▶	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	9,673,768.

**J.S. PLANK & D.M. DICARLO FAMILY
FOUNDATION, INC.**

Form 990-PF (2012)

71-1040599 Page **3**

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 GOLDMAN SACHS #6702	P	VARIOUS	VARIOUS
b GOLDMAN SACHS #2486	D	07/25/06	VARIOUS
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 865,153.		796,251.	68,902.
b 6,413,644.			6,413,644.
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			68,902.
b			6,413,644.
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	6,482,546.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8	{ }	3	N/A

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No
If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2011	751,664.	4,785,173.	.157082
2010	542,735.	3,576,590.	.151746
2009	577,947.	3,671,095.	.157432
2008	508,768.	4,249,153.	.119734
2007	10,000.	812,523.	.012307

2 Total of line 1, column (d)	2	.598301
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	.119660
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	6,649,049.
5 Multiply line 4 by line 3	5	795,625.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	66,476.
7 Add lines 5 and 6	7	862,101.
8 Enter qualifying distributions from Part XII, line 4	8	1,428,947.

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)		1	66,476.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b		2	0.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).		3	66,476.
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
3 Add lines 1 and 2		5	66,476.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		6a	10,000.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		6b	
6 Credits/Payments:		6c	60,000.
a 2012 estimated tax payments and 2011 overpayment credited to 2012		6d	
b Exempt foreign organizations - tax withheld at source		7	70,000.
c Tax paid with application for extension of time to file (Form 8868)		8	227.
d Backup withholding erroneously withheld		9	
7 Total credits and payments. Add lines 6a through 6d		10	3,297.
8 Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached		11	0.
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed			
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid			
11 Enter the amount of line 10 to be: Credited to 2013 estimated tax ☒ 3,297. Refunded ☒			

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		X
1c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ☒ \$ 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.		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV.	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ☒ MD		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

N/A

**J.S. PLANK & D.M. DICARLO FAMILY
FOUNDATION, INC.**

Form 990-PF (2012)

71-1040599

Page 5

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	
Website address ▶ <u>N/A</u>				
14	The books are in care of ▶ <u>MORRIS L. GARTEN</u> Telephone no. ▶ <u>410-539-2800</u>			
Located at ▶ <u>36 S CHARLES ST, SUITE 2300, BALTIMORE, MD</u>		ZIP+4 ▶ <u>21201</u>		
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year	15	N/A	0.
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	Yes	No
See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ▶				X

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.

	Yes	No
1a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ 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)? Organizations relying on a current notice regarding disaster assistance check here	N/A	1b
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? If "Yes," list the years ▶	☐ Yes ☒ No	
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.)	N/A	2b
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ▶		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ Yes ☒ No	
b If "Yes," did it have excess business holdings in 2012 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012.)	N/A	3b
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2012?		4b X

Form 990-PF (2012)

**J.S. PLANK & D.M. DICARLO FAMILY
FOUNDATION, INC.**

Form 990-PF (2012)

71-1040599

Page 6

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

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

- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No
- (2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No
- (3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No
- (4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? ☐ Yes ☒ No
- (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? 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).

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

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

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

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

5b

6b

7b

X

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

1 List all officers, directors, trustees, foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
J. SCOTT PLANK 36 S CHARLES ST, SUITE 2300 BALTIMORE, MD 21201	PRESIDENT/TREAS	0.00	0.	0.
DANA M. DICARLO 36 S CHARLES ST, SUITE 2300 BALTIMORE, MD 21201	VICE PRESIDENT	0.00	0.	0.
MORRIS L. GARTEN 36 S CHARLES ST, SUITE 2300 BALTIMORE, MD 21201	SECRETARY	0.00	0.	0.
DAVID A. GOLDNER 36 S. CHARLES STREET, 18TH FL. BALTIMORE, MD 21201	TREASURER	0.00	0.	0.

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

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

Total number of other employees paid over \$50,000 0

Form 990-PF (2012)

Q

0.

**J.S. PLANK & D.M. DICARLO FAMILY
FOUNDATION, INC.**

Form 990-PF (2012)

71-1040599 Page 8

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	6,272,782.
b	Average of monthly cash balances	1b	477,522.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	6,750,304.
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	6,750,304.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	101,255.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	6,649,049.
6	Minimum investment return. Enter 5% of line 5	6	332,452.

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	332,452.
2a	Tax on investment income for 2012 from Part VI, line 5	2a	66,476.
b	Income tax for 2012. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	66,476.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	265,976.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	265,976.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	265,976.

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	1,428,947.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	1,428,947.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	66,476.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	1,362,471.

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.

Form 990-PF (2012)

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				265,976.
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2012:				
a From 2007	10,000.			
b From 2008	299,578.			
c From 2009	397,330.			
d From 2010	366,773.			
e From 2011	550,375.			
f Total of lines 3a through e	1,624,056.			
4 Qualifying distributions for 2012 from Part XII, line 4: ▶ \$	1,428,947.			
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				265,976.
e Remaining amount distributed out of corpus	1,162,971.			
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	2,787,027.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2011. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2012. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2013				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2007 not applied on line 5 or line 7	10,000.			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	2,777,027.			
10 Analysis of line 9:				
a Excess from 2008	299,578.			
b Excess from 2009	397,330.			
c Excess from 2010	366,773.			
d Excess from 2011	550,375.			
e Excess from 2012	1,162,971.			

N/A

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

- [illegible]

1 Information Regarding Foundation Managers:

- SEE STATEMENT 7

- NONE**

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.

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

Part XV

0.

Part XVI-A

1 Program service revenue:

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

Part XVI-B

Line No.

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.		

[illegible]

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

☐ Yes ☒ No

b If "Yes," complete the following schedule.

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

Robert B. Baker

Date _____

10/25/13

► PRESIDENT/TREAS

Title

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

☒ Yes ☐ No**Paid
Preparer
Use Only**

Print/Type preparer's name

Preparer's signature

Date _____

Check ☐ self-employed

PTIN	
------	--

DAVID A. GOLDNER

DAVID A. GOLDNER

10/25/13

P00519225

Firm's name ► GROSS, MENDELSON & ASSOCIATES, P.A.

Firm's EIN ► 52-0982413

Firm's address ▶ 36 SOUTH CHARLES ST., 18TH FLOOR
BALTIMORE, MD 21201

Phone no. 410-685-5512

Schedule B(Form 990, 990-EZ,
or 990-PF)Department of the Treasury
Internal Revenue Service**Schedule of Contributors**

▶ Attach to Form 990, Form 990-EZ, or Form 990-PF.

OMB No. 1545-0047

2012

Name of the organization

J.S. PLANK & D.M. DICARLO FAMILY
FOUNDATION, INC.

Employer identification number

71-1040599

Organization type (check one):

Filers of:

Section:

Form 990 or 990-EZ

☐ 501(c)() (enter number) organization☐ 4947(a)(1) nonexempt charitable trust not treated as a private foundation☐ 527 political organization

Form 990-PF

☒ 501(c)(3) exempt private foundation☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation☐ 501(c)(3) taxable private foundationCheck if your organization is covered by the **General Rule** or a **Special Rule**.**Note.** Only a section 501(c)(7), (8), or (10) organization can check boxes for both the **General Rule** and a **Special Rule**. See instructions.**General Rule**

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

Special Rules

- ☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not total to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc., contributions of \$5,000 or more during the year ▶ \$ _____

Caution. An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2, of its Form 990; or check the box on line H of its Form 990-EZ or on Part I, line 2 of its Form 990-PF, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF. Schedule B (Form 990, 990-EZ, or 990-PF) (2012)

Name of organization J.S. PLANK & D.M. DICARLO FAMILY FOUNDATION, INC.	Employer identification number 71-1040599
--	---

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

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	J. SCOTT PLANK & DANA DICARLO 36 S CHARLES ST, SUITE 2300 BALTIMORE, MD 21201	\$ 5,855,125.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution.)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)

Employer identification number

71-1040599

Part II

[illegible]

Name of organization

J.S. PLANK & D.M. DICARLO FAMILY
FOUNDATION, INC.

Employer identification number

71-1040599

Part III

Exclusively religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations that total more than \$1,000 for the year. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of exclusively religious, charitable, etc., contributions of \$1,000 or less for the year. (Enter this information once.) ▶ \$

Use duplicate copies of Part III if additional space is needed.

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
1	N/A		
(e) Transfer of gift			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	
(e) Transfer of gift			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	
(e) Transfer of gift			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	
(e) Transfer of gift			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	
(e) Transfer of gift			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	

FORM 990-PF	DIVIDENDS AND INTEREST FROM SECURITIES	STATEMENT	1
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SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
GOLDMAN SACHS #2486	38.	0.	38.
GOLDMAN SACHS #4995	57.	0.	57.
GOLDMAN SACHS #6702	166,622.	0.	166,622.
TOTAL TO FM 990-PF, PART I, LN 4	166,717.	0.	166,717.

FORM 990-PF	OTHER PROFESSIONAL FEES	STATEMENT	2
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
PROFESSIONAL FEES	7,495.	0.		0.
TO FORM 990-PF, PG 1, LN 16C	7,495.	0.		0.

FORM 990-PF	TAXES	STATEMENT	3
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FEDERAL TAX	66,442.	0.		0.
FOREIGN TAXES PAID	1,653.	1,653.		0.
TO FORM 990-PF, PG 1, LN 18	68,095.	1,653.		0.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	4
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DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
GOLDMAN SACHS	COST	9,508,765.	9,774,874.
TOTAL TO FORM 990-PF, PART II, LINE 13		9,508,765.	9,774,874.

FORM 990-PF	OTHER ASSETS	STATEMENT	5
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DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
INTEREST AND DIVIDENDS RECEIVABLE	447.	1,247.	1,247.
TO FORM 990-PF, PART II, LINE 15	447.	1,247.	1,247.

FORM 990-PF	OTHER LIABILITIES	STATEMENT	6
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DESCRIPTION	BOY AMOUNT	EOY AMOUNT
FEDERAL INCOME TAXES PAYABLE	16,516.	46,523.
TOTAL TO FORM 990-PF, PART II, LINE 22	16,516.	46,523.

FORM 990-PF	PART XV - LINE 1A LIST OF FOUNDATION MANAGERS	STATEMENT	7
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NAME OF MANAGER

J. SCOTT PLANK
DANA M. DICARLO

NAMES OF SUPPORTED ORGANIZATIONS		ADDRESS	FOUNDATION STATUS OF RECEIPT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
1 ALZHEIMERS ASSOCIATION		1850 YORK RD TIMONIUM, MD 21093	PUBLIC	UNRESTRICTED	2,000
2 AMERICAN CANCER SOCIETY		P O BOX 22718 OKLAHOMA CITY, OK 73123	PUBLIC	UNRESTRICTED	500
3 AMERICAN COMMUNITIES TRUST		1040 HULL STREET STE 200 BALTIMORE, MD 21230	PUBLIC	UNRESTRICTED	311,000
4 BALTIMORE ANIMAL RESCUE & CARE SHEL		301 STOCKHOLM STREET BALTIMORE, MD 21230	PUBLIC	UNRESTRICTED	2,500
5 BALTIMORE CHORAL ARTS SOCIETY		1316 PARK AVENUE BALTIMORE, MD 21217	PUBLIC	UNRESTRICTED	5,100
6 BALTIMORE COMMUNITY FUND		2 EAST READ STREET 9TH FLOOR BALTIMORE, MD 21202	PUBLIC	UNRESTRICTED	1,000
7 BALTIMORE NACE		9891 BROKEN LAND PARKWAY STE 301 COLUMBIA, MD 21046	PUBLIC	UNRESTRICTED	3,000
8 BALTIMORE SCHOOL FOR THE ARTS		712 CATHEDRAL STREET BALTIMORE, MD 21201	PUBLIC	UNRESTRICTED	50,000
9 BALTIMORE SQUASHWISE		3600 CLIPPER MILL RD STE 107 BALTIMORE, MD 21211	PUBLIC	UNRESTRICTED	5,000
10 BALTIMORE SYMPHONY ORCHESTRA		1212 CATHEDRAL STREET BALTIMORE, MD 21201	PUBLIC	UNRESTRICTED	1,000
11 BROADWAY ACROSS AMERICA		12 NORTH EUTAW STREET BALTIMORE, MD 21201	PUBLIC	UNRESTRICTED	1,750
12 BUILDING STEPS FOUNDATION		P O BOX 1393 BROOKLANDVILLE, MD 21022	PUBLIC	UNRESTRICTED	50,000
13 CHILDREN'S CHORUS OF MARYLAND		100 E PENNSYLVANIA AVE TOWSON, MD 21286	PUBLIC	UNRESTRICTED	21,300
14 CORNELL UNIVERSITY LAW SCHOOL		P O BOX 223623 PITTSBURGH, PA 15251	PUBLIC	UNRESTRICTED	5,000
15 CRIME VICTIMS EMERGENCY FUND		218 EAST LEXINGTON STREET STE 401 BALTIMORE, MD 21202	PUBLIC	UNRESTRICTED	2,000
16 EAGLES MERE COUNTEER AMBULANCE A		49 FERN LANE EAGLES MERE, PA 17731	PUBLIC	UNRESTRICTED	3,500
17 EAGLES MERE HISTORIC VILLAGE, INC		P O BOX 362 EAGLES MERE, PA 17731	PUBLIC	UNRESTRICTED	5,000
18 FAMILY TREE		2108 N CHARLES ST BALTIMORE, MD 21218	PUBLIC	UNRESTRICTED	40,000
19 GILCHRIST HOSPICE CARE		11311 MCCORMICK ROAD STE 350 HUNT VALLEY, MD 21031	PUBLIC	UNRESTRICTED	10,500
20 GULFORD ELEMENTARY/MIDDLE SCHOOL		4520 YORK ROAD BALTIMORE, MD 21212	PUBLIC	UNRESTRICTED	5,000
21 HACKETTSTOWN COMMUNITY HEALTHCAR		651 WILLOW GROVE STREET HACKETTSTOWN, NJ 07840	PUBLIC	UNRESTRICTED	1,200
22 HOUSE OF RUTH BALTIMORE, INC		2201 ARGONNE DRIVE BALTIMORE, MD 21218	PUBLIC	UNRESTRICTED	3,000
23 HRMC FOUNDATION		110 4TH STREET SE 1ST FLOOR STE B-8 HURON, SD 57350	PUBLIC	UNRESTRICTED	100
24 JOHNS HOPKINS HOSPITAL		733 N BROADWAY STE G45 BALTIMORE, MD 21205	PUBLIC	UNRESTRICTED	12,500
25 JUNIOR LEAGUE OF BALTIMORE		5902 YORK ROAD BALTIMORE, MD 21212	PUBLIC	UNRESTRICTED	500
26 KENNEDY KRIEGER		707 N BROADWAY BALTIMORE, MD 21205	PUBLIC	UNRESTRICTED	2,600
27 LEARNING INC		1234 WEST 36TH STREET BALTIMORE, MD 21211	PUBLIC	UNRESTRICTED	1,000
28 LIVING CLASSROOM FOUNDATION		802 S CAROLINE ST BALTIMORE, MD 21231	PUBLIC	UNRESTRICTED	10,000
29 MARIPOSA		1500 UNION AVENUE STE 1310 BALTIMORE, MD 21211	PUBLIC	UNRESTRICTED	10,000
30 MARYLAND FOOD BANK		2200 HALETHORPE FARMS RD BALTIMORE, MD 21227	PUBLIC	UNRESTRICTED	2,000
31 MEDSTAR UNION MEMORIAL HOSPITAL		201 E UNIVERSITY PARKWAY	PUBLIC	UNRESTRICTED	10,000
32 MICRO GIVING FOUNDATION		13630 NW 8TH STREET STE 205 SUNRISE, FL 33325	PUBLIC	UNRESTRICTED	500
33 NATIONAL AQUARIUM IN BALTIMORE		501 E PRATT ST BALTIMORE, MD 21202	PUBLIC	UNRESTRICTED	30,000
34 NAVY SPECIAL WARFARE FAMILY FOUNDAT		4320 LA JOLLA VILLAGE DRIVE STE 250 SAN DIEGO, CA 92122	PUBLIC	UNRESTRICTED	10,000
35 PANTHER VALLEY ECUMENICAL CHURCH		1490 ROUTE 517 HACKETTSTOWN NJ 07840	PUBLIC	UNRESTRICTED	20,000
36 PARKS & PEOPLE FOUNDATION		800 WYMAN PARK DRIVE BALTIMORE, MD 21211	PUBLIC	UNRESTRICTED	2,500
37 PEP (PARENT ENCOURAGEMENT PROGRAM		10100 CONNECTICUT AVENUE KENSINGTON, MD 20895	PUBLIC	UNRESTRICTED	40,000
38 PORT DISCOVERY		35 MARKET PLACE BALTIMORE, MD 21202	PUBLIC	UNRESTRICTED	37,000
39 QUIGLEY CATHOLIC HIGH SCHOOL		200 QUIGLEY DR BADEN, PA 15005	PUBLIC	UNRESTRICTED	1,060
40 ROLAND PARK BASEBALL LEAGUE		4612 ROLAND AVENUE BALTIMORE, MD 21210	PUBLIC	UNRESTRICTED	1,000
41 RONALD McDONALD HOUSE CHARITIES		ONE KROC DRIVE OAK BROOK, IL 60523	PUBLIC	UNRESTRICTED	5,000
42 SANIBEL SEA SCHOOL		P O BOX 1228 SANIBEL, FL 33957	PUBLIC	UNRESTRICTED	103,578
43 SEED SCHOOL OF MARYLAND		200 FONT HILL AVE BALTIMORE, MD 21223	PUBLIC	UNRESTRICTED	500
44 SMITH COLLEGE		7 COLLEGE LN NORTHAMPTON, MA 01063	PUBLIC	UNRESTRICTED	5,000
45 ST JUDE CHILDREN'S RESEARCH HOSPITA		501 ST JUDE PLACE MEMPHIS, TN 38105	PUBLIC	UNRESTRICTED	250
46 SWIM ACROSS AMERICA		ONE INTERNATIONAL PLACE BOSTON, MA 02110	PUBLIC	UNRESTRICTED	6,000
47 THE AFTER SCHOOL CORP		1440 BROADWAY #1600 NEW YORK, NY 10018	PUBLIC	UNRESTRICTED	30,000
48 THE CALVERT SCHOOL		105 TUSCANY RD BALTIMORE, MD 21210	PUBLIC	UNRESTRICTED	70,000
49 THE FOOD ALLERGY AND ANAPHYLAXIS NE		7925 JONES BRANCH DRIVE STE 1100 McLEAN, VA 22102	PUBLIC	UNRESTRICTED	5,000
50 THE FOUNDATION OF FIRST HEALTH		150 APPLECROSS ROAD PINEHURST, NC 28374	PUBLIC	UNRESTRICTED	500
51 THE IVY INTER-AMERICAN FOUNDATION		1331 PENNSYLVANIA AVE NW STE 1200 NORTH WASHINGTON, DC 20004	PUBLIC	UNRESTRICTED	500
52 THE MARYLAND ZOO		1876 MANSON HOUSE DR BALTIMORE, MD 21217	PUBLIC	UNRESTRICTED	51,000
53 THE MILES THAT MATTER FOUNDATION		2970 SHOEMAKER ROAD LEBANON, OHIO 45036	PUBLIC	UNRESTRICTED	8,682
54 THE WALDORF SCHOOL		4801 TAMARIND RD BALTIMORE, MD 21209	PUBLIC	UNRESTRICTED	395,078
55 UNIVERSITY OF MARYLAND BALTIMORE FO		620 WEST LEXINGTON STREET BALTIMORE, MD 21201	PUBLIC	UNRESTRICTED	25,000
56 WALTERS ART MUSEUM		600 NORTH CHARLES STREET BALTIMORE, MD 21201	PUBLIC	UNRESTRICTED	1,000
57 WARREN COUNTY ASSOCIATION FOR RETA		100 SMOKY LANE VICKSBURG, MISSISSIPPI 39180	PUBLIC	UNRESTRICTED	500
58 WAVERLY BRANCH LIBRARY		400 EAST 33RD STREET BALTIMORE, MD 21218	PUBLIC	UNRESTRICTED	250
59 WETA		3939 CAMPBELL AVENUE ARLINGTON, VA 22206	PUBLIC	UNRESTRICTED	500
60 YOUNG LIFE		P O BOX 7053 ARLINGTON, VA 22207	PUBLIC	UNRESTRICTED	500
TOTAL					1,428,947

• 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 File by the due date for filing your return. See instructions.	Name of exempt organization or other filer, see instructions	Employer identification number (EIN) or
	J.S. PLANK & D.M. DICARLO FAMILY FOUNDATION, INC.	71-1040599
	Number, street, and room or suite no. If a P.O. box, see instructions.	Social security number (SSN)
	36 S CHARLES STREET, NO. 2300	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions.	
	BALTIMORE, MD 21201	

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

04

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01		
Form 990-BL	02	Form 1041-A	08
Form 4720 (individual)	03	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (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 **MORRIS L. GARTEN**

Telephone No. **410-539-2800**

FAX No. **410-659-0543**

• If the organization does not have an office or place of business in the United States, check this box ☐

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

4 I request an additional 3-month extension of time until **NOVEMBER 15, 2013.**

5 For calendar year **2012**, or other tax year beginning _____, and ending _____.

6 If the tax year entered in line 5 is for less than 12 months, check reason ☐ Initial return ☐ Final return ☐ Change in accounting period

7 State in detail why you need the extension

TAXPAYER RESPECTFULLY REQUESTS ADDITIONAL TIME TO GATHER INFORMATION NECESSARY TO FILE A COMPLETE AND ACCURATE TAX RETURN.

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	\$	70,000.
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	\$	70,000.
c Balance due. Subtract line 8b from line 8a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	8c	\$	0.

Signature and Verification must be completed for Part II only.

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete, and that I am authorized to prepare this form.

Signature

Title

Date