



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



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

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 MAY 1, 2012, and ending APR 30, 2013

Name of foundation

A Employer identification number

CORA & MURRAY SIMPSON FAMILY FUND, INC.

52-2042057

Number and street (or P.O. box number if mail is not delivered to street address)

Room/suite

5809 DEVONSHIRE DRIVE

B Telephone number

301-229-4880

City or town, state, and ZIP code

BETHESDA, MD 20816

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 changeD 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 foundationE 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

J Accounting method: ☒ Cash ☐ Accrual

(from Part II, col. (c), line 16)

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

\$ 1,743,416. (Part I, column (d) must be on cash basis.)

Part I Analysis of Revenue and Expenses

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

(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

20,215.

20,215.

STATEMENT 1

4 Dividends and interest from securities

23,109.

23,109.

STATEMENT 2

5a Gross rents

b Net rental income or (loss)

6a Net gain or (loss) from sale of assets not on line 10

127,825.

b Gross sales price for all assets on line 6a 799,962.

7 Capital gain net income (from Part IV, line 2)

127,825.

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

171,149.

171,149.

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

STMT 3

13,315.

13,315.

0.

c Other professional fees

17 Interest

STMT 4

6,702.

0.

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

20,017.

13,315.

0.

25 Contributions, gifts, grants paid

81,400.

81,400.

26 Total expenses and disbursements. Add lines 24 and 25

101,417.

13,315.

81,400.

27 Subtract line 26 from line 12:

a Excess of revenue over expenses and disbursements

69,732.

b Net investment income (if negative, enter -0-)

157,834.

c Adjusted net income (if negative, enter -0-)

N/A

SCANNED SEP 18 2013

Revenue

Operating and Administrative Expenses

RECEIVED

SEP 16 2013

OGDEN, UT

IRS-OSC

624
14

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing			
	2	Savings and temporary cash investments	72,307.	21,570.	21,570.
	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 STMT 5	100,932.	101,937.	114,672.
	b	Investments - corporate stock STMT 6	667,066.	796,568.	1,060,423.
	c	Investments - corporate bonds STMT 7	489,674.	206,504.	219,590.
Liabilities	11	Investments - land, buildings, and equipment, basis ▶			
		Less: accumulated depreciation ▶			
	12	Investments - mortgage loans			
	13	Investments - other STMT 8	50,662.	323,794.	327,161.
	14	Land, buildings, and equipment, basis ▶			
		Less: accumulated depreciation ▶			
	15	Other assets (describe ▶)			
	16	Total assets (to be completed by all filers)	1,380,641.	1,450,373.	1,743,416.
	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 ▶)			
	23	Total liabilities (add lines 17 through 22)	0.	0.	
		Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/>			
		and complete lines 24 through 26 and lines 30 and 31.			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/>			
		and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds	0.	0.	
	28	Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29	Retained earnings, accumulated income, endowment, or other funds	1,380,641.	1,450,373.	
	30	Total net assets or fund balances	1,380,641.	1,450,373.	
	31	Total liabilities and net assets/fund balances	1,380,641.	1,450,373.	

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	1,380,641.
2	Enter amount from Part I, line 27a	2	69,732.
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	1,450,373.
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	1,450,373.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a			
b SEE ATTACHED STATEMENTS			
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 799,962.		672,137.	127,825.

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			127,825.

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	127,825.
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	87,002.	1,645,868.	.052861
2010	93,665.	1,600,644.	.058517
2009	78,639.	1,539,553.	.051079
2008	122,010.	1,653,642.	.073783
2007	98,420.	2,146,496.	.045851

2 Total of line 1, column (d)	2	.282091
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	.056418
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	1,676,560.
5 Multiply line 4 by line 3	5	94,588.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	1,578.
7 Add lines 5 and 6	7	96,166.
8 Enter qualifying distributions from Part XII, line 4	8	81,400.

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 <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b		1	3,157.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0.
3 Add lines 1 and 2		3	3,157.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
5 Tax based on investment income Subtract line 4 from line 3. If zero or less, enter -0-		5	3,157.
6 Credits/Payments:			
a 2012 estimated tax payments and 2011 overpayment credited to 2012	6a	3,360.	
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	3,360.	
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8	64.	
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	139.	
11 Enter the amount of line 10 to be: Credited to 2013 estimated tax <input type="checkbox"/> 139. Refunded <input type="checkbox"/>	11	0.	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. <input type="checkbox"/> \$ 0. (2) On foundation managers. <input type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. <input type="checkbox"/> \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV.	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> MD		
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

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A	13	X	
14	The books are in care of ► THE BURDETTE SMITH GROUP, P.C. Telephone no. ► (703) 591-5200 Located at ► 4035 RIDGE TOP RD, SUITE 550, FAIRFAX, VA ZIP+4 ► 22030			
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			
16	At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ►	16	Yes No	X X

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.		Yes	No
1a	During the year did the foundation (either directly or indirectly):		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6)	Agree to pay money or property to a government official? (Exception Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here N/A ► <input type="checkbox"/>	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 ► , , , <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.) 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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If "Yes," did it have excess business holdings in 2012 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012.) 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)

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

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?

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

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?

N/A

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.

(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
MURRAY S. SIMPSON	DIRECTOR			
5809 DEVONSHIRE DRIVE				
BETHESDA, MD 20816	0.00	0.	0.	0.
CORA S. SIMPSON	DIRECTOR			
5809 DEVONSHIRE DRIVE				
BETHESDA, MD 20816	0.00	0.	0.	0.
THOMAS WALKER SIMPSON	DIRECTOR			
3549 RAYMOOR ROAD				
KENSINGTON, MD 20895	0.00	0.	0.	0.
M. SCOTT SIMPSON	DIRECTOR			
P.O. BOX 1484				
CORRALES, NM 87048	0.00	0.	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)

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		

Total number of others receiving over \$50,000 for professional services

0

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.

	Expenses
1 N/A	
2	
3	
4	

Part IX-B Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.

	Amount
1 N/A	
2	
All other program-related investments. See instructions.	
3	

Total. Add lines 1 through 3

0.

Form 990-PF (2012)

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	1,651,983.
b	Average of monthly cash balances	1b	50,108.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	1,702,091.
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	1,702,091.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	25,531.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,676,560.
6	Minimum investment return. Enter 5% of line 5	6	83,828.

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	83,828.
2a	Tax on investment income for 2012 from Part VI, line 5	2a	3,157.
b	Income tax for 2012. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	3,157.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	80,671.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	80,671.
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	80,671.

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	81,400.
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	81,400.
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	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	81,400.

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				80,671.
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only			40,018.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2012:				
a From 2007				
b From 2008				
c From 2009				
d From 2010				
e From 2011				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2012 from Part XII, line 4: ► \$ 81,400.				
a Applied to 2011, but not more than line 2a			40,018.	
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				41,382.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2011. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2012. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2013				39,289.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2007 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2008				
b Excess from 2009				
c Excess from 2010				
d Excess from 2011				
e Excess from 2012				

N/A

- ☐ 4942(1)(3) or ☐ 4942(1)(5)

- (4) Gross investment income**

[illegible]

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	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
ADVENTURE THEATRE GLEN ECHO, MD	NONE	PUBLIC CHARITY	FURTHERANCE OF CHARITABLE PURPOSES	200.
ALBUQUERQUE ACADEMY ALBUQUERQUE, NM 87109	NONE	PUBLIC CHARITY	FURTHERANCE OF CHARITABLE PURPOSES	2,000.
AMERICAN CIVIL RIGHTS UNION ALEXANDRIA, VA 22314	NONE	PUBLIC CHARITY	FURTHERANCE OF CHARITABLE PURPOSES	100.
AMERICAN COUNCIL ON HEALTH AND SCIENCE NEW YORK, NY	NONE	PUBLIC CHARITY	FURTHERANCE OF CHARITABLE PURPOSES	300.
AMERICAN LEGISLATIVE EXCHANGE COUNCIL WASHINGTON, DC 20005	NONE	PUBLIC CHARITY	FURTHERANCE OF CHARITABLE PURPOSES	300.
Total SEE CONTINUATION SHEET(S) ▶ 3a				81,400.
b Approved for future payment				
NONE				
Total ▶ 3b				0.

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
AMERICAN LUNG ASSOCIATION WASHINGTON, DC	NONE	PUBLIC CHARITY	FURTHERANCE OF CHARITABLE PURPOSES	100.
AMERICAN MAJORITY PURCELLVILLE, VA	NONE	PUBLIC CHARITY	FURTHERANCE OF CHARITABLE PURPOSES	200.
AMERICANS FOR PROSPERITY FOUNDATION ARLINGTON, VA	NONE	PUBLIC CHARITY	FURTHERANCE OF CHARITABLE PURPOSES	200.
ANGLICAN DIGEST EUREKA SPRINGS, AR 72632	NONE	PUBLIC CHARITY	FURTHERANCE OF CHARITABLE PURPOSES	100.
ANIMAL ALLIES ARLINGTON, VA	NONE	PUBLIC CHARITY	FURTHERANCE OF CHARITABLE PURPOSES	500.
ARENA STAGE WASHINGTON, DC	NONE	PUBLIC CHARITY	FURTHERANCE OF CHARITABLE PURPOSES	
ASHBROOK CENTER ASHLAND, OH 44805	NONE	PUBLIC CHARITY	FURTHERANCE OF CHARITABLE PURPOSES	100.
B-CC RESCUE SQUAD BETHESDA, MD 20814	NONE	PUBLIC CHARITY	FURTHERANCE OF CHARITABLE PURPOSES	300.
BETHANY BEACH FIRE COMPANY BETHANY BEACH, DE	NONE	PUBLIC CHARITY	FURTHERANCE OF CHARITABLE PURPOSES	300.
BETHESDA-CHEVY CHASE RESCUE SQUAD BETHESDA, MD	NONE	PUBLIC CHARITY	FURTHERANCE OF CHARITABLE PURPOSES	
Total from continuation sheets				78,500.

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
BILL OF RIGHTS INSTITUTE ARLINGTON, VA 22203	NONE	PUBLIC CHARITY	FURTHERANCE OF CHARITABLE PURPOSES	300.
CAPITAL AREA FOOD BANK WASHINGTON, DC	NONE	PUBLIC CHARITY	FURTHERANCE OF CHARITABLE PURPOSES	250.
CAPITAL HOSPICE FAIRFAX, VA	NONE	PUBLIC CHARITY	FURTHERANCE OF CHARITABLE PURPOSES	
CAPITAL RESEARCH CENTER WASHINGTON, DC	NONE	PUBLIC CHARITY	FURTHERANCE OF CHARITABLE PURPOSES	300.
CENTER FOR COMPETITIVE POLITICS ALEXANDRIA, VA	NONE	PUBLIC CHARITY	FURTHERANCE OF CHARITABLE PURPOSES	200.
CHRIST CHURCH PARISH KENSINGTON, MD 20895	NONE	PUBLIC CHARITY	FURTHERANCE OF CHARITABLE PURPOSES	8,000.
CHRIST EPISCOPAL CHURCH DUNN LORING, VA	NONE	PUBLIC CHARITY	FURTHERANCE OF CHARITABLE PURPOSES	
CLARE BOOTHE LUCE POLICY INSTITUTE HERNDON, VA 20170	NONE	PUBLIC CHARITY	FURTHERANCE OF CHARITABLE PURPOSES	300.
COLONIAL WILLIAMSBURG FOUNDATION WILLIAMSBURG, VA	NONE	PUBLIC CHARITY	FURTHERANCE OF CHARITABLE PURPOSES	3,000.
COMMITTEE FOR A CONSTRUCTIVE TOMORROW WASHINGTON, DC	NONE	PUBLIC CHARITY	FURTHERANCE OF CHARITABLE PURPOSES	400.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
COMPETITIVE ENTERPRISE INSTITUTE WASHINGTON, DC	NONE	PUBLIC CHARITY	FURTHERANCE OF CHARITABLE PURPOSES	
COTTONWOOD SCHOOL CORRALES, NM	NONE	PUBLIC CHARITY	FURTHERANCE OF CHARITABLE PURPOSES ;LISTTOTAL 1500	8,000.
COUNCIL FOR CITIZENS AGAINST GOVERNMENT WASTE WASHINGTON, DC	NONE	PUBLIC CHARITY	FURTHERANCE OF CHARITABLE PURPOSES	
CROSSWAY COMMUNITY KENSINGTON, MD 20895	NONE	PUBLIC CHARITY	FURTHERANCE OF CHARITABLE PURPOSES	300.
EASTER SEALS CHICAGO, IL	NONE	PUBLIC CHARITY	FURTHERANCE OF CHARITABLE PURPOSES	
FREEDOM WORKS FOUNDATION WASHINGTON, DC	NONE	PUBLIC CHARITY	FURTHERANCE OF CHARITABLE PURPOSES	
FUND FOR AMERICAN STUDIES WASHINGTON, DC	NONE	PUBLIC CHARITY	FURTHERANCE OF CHARITABLE PURPOSES	300.
GEORGE MASON UNIVERSITY FAIRFAX, VA	NONE	PUBLIC CHARITY	FURTHERANCE OF CHARITABLE PURPOSES	
GLEN ECHO FIRE DEPARTMENT GLEN ECHO, MD	NONE	PUBLIC CHARITY	FURTHERANCE OF CHARITABLE PURPOSES	300.
GRACE EPISCOPAL DAY SCHOOL KENSINGTON, MD	NONE	PUBLIC CHARITY	FURTHERANCE OF CHARITABLE PURPOSES ;LISTTOTAL 1000	2,500.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
HABITAT FOR HUMANITY ATLANTA, GA	NONE	PUBLIC CHARITY	FURTHERANCE OF CHARITABLE PURPOSES	
HERITAGE FOUNDATION WASHINGTON, DC 20002	NONE	PUBLIC CHARITY	FURTHERANCE OF CHARITABLE PURPOSES	3,000.
HOUSE OF MERCY'S ROSEMOUNT CENTER WASHINGTON, DC	NONE	PUBLIC CHARITY	FURTHERANCE OF CHARITABLE PURPOSES	
INSTITUTE FOR ENERGY RESEARCH WASHINGTON, DC	NONE	PUBLIC CHARITY	FURTHERANCE OF CHARITABLE PURPOSES	
INSTITUTE FOR HUMAN STUDIES ARLINGTON, VA	NONE	PUBLIC CHARITY	FURTHERANCE OF CHARITABLE PURPOSES	
INSTITUTE FOR JUSTICE ARLINGTON, VA 22203	NONE	PUBLIC CHARITY	FURTHERANCE OF CHARITABLE PURPOSES	300.
JUDICIAL WATCH WASHINGTON, DC 20024	NONE	PUBLIC CHARITY	FURTHERANCE OF CHARITABLE PURPOSES	
JUNIOR LEAGUE OF WASHINGTON WASHINGTON, DC 20007	NONE	PUBLIC CHARITY	FURTHERANCE OF CHARITABLE PURPOSES	500.
KAPPA DELTA FOUNDATION LEXINGTON, KY	NONE	PUBLIC CHARITY	FURTHERANCE OF CHARITABLE PURPOSES	5,500.
KING BARN DAIRY MOOSEUM BOYDS, MD	NONE	PUBLIC CHARITY	FURTHERANCE OF CHARITABLE PURPOSES	1,000.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
LANCASTER/NORTHUMBERLAND HABITAT FOR HUMANITY KILMARNOCK, VA 22482	NONE	PUBLIC CHARITY	FURTHERANCE OF CHARITABLE PURPOSES	300.
LONDON SCHOOL BETHESDA, MD	NONE	PUBLIC CHARITY	FURTHERANCE OF CHARITABLE PURPOSES	2,500.
LONGWOOD CENTER FOR THE VISUAL ARTS FARMVILLE, VA	NONE	PUBLIC CHARITY	FURTHERANCE OF CHARITABLE PURPOSES	200.
LONGWOOD UNIVERSITY FOUNDATION FARMVILLE, VA	NONE	PUBLIC CHARITY	FURTHERANCE OF CHARITABLE PURPOSES ;LISTTOTAL 3000	500.
MACKINAC CENTER MIDLAND, MI 48640	NONE	PUBLIC CHARITY	FURTHERANCE OF CHARITABLE PURPOSES ;LISTTOTAL 3000	200.
MEDIA RESEARCH CENTER ALEXANDRIA, VA	NONE	PUBLIC CHARITY	FURTHERANCE OF CHARITABLE PURPOSES	
NATIONAL AUDUBON SOCIETY NEW YORK, NY 10014	NONE	PUBLIC CHARITY	FURTHERANCE OF CHARITABLE PURPOSES	500.
NATIONAL BRAIN TUMOR SOCIETY WILMINGTON, DE 19801	NONE	PUBLIC CHARITY	FURTHERANCE OF CHARITABLE PURPOSES	1,000.
NATIONAL CENTER FOR PUBLIC POLICY RESEARCH WASHINGTON, DC	NONE	PUBLIC CHARITY	FURTHERANCE OF CHARITABLE PURPOSES	
NATIONAL FOUNDATION FOR CANCER RESEARCH BETHESDA, MD 20814	NONE	PUBLIC CHARITY	FURTHERANCE OF CHARITABLE PURPOSES	200.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
NATIONAL LEGAL POLICY CENTER FALLS CHURCH, VA	NONE	PUBLIC CHARITY	FURTHERANCE OF CHARITABLE PURPOSES	
NATIONAL PARKINSON FOUNDATION MIAMI, FL	NONE	PUBLIC CHARITY	FURTHERANCE OF CHARITABLE PURPOSES	250.
NATIONAL RIGHT TO WORK LEGAL DEFENSE FOUNDATION SPRINGFIELD, VA	NONE	PUBLIC CHARITY	FURTHERANCE OF CHARITABLE PURPOSES	
NATIONAL WILDLIFE FOUNDATION WASHINGTON, DC	NONE	PUBLIC CHARITY	FURTHERANCE OF CHARITABLE PURPOSES	
NOTHERN NECK FARM MUSEUM HEATHSVILLE, VA 22473	NONE	PUBLIC CHARITY	FURTHERANCE OF CHARITABLE PURPOSES	100.
NORTHUMBERLAND FAMILY YMCA NEWPORT NEWS, VA	NONE	PUBLIC CHARITY	FURTHERANCE OF CHARITABLE PURPOSES	3,000.
NORTHUMBERLAND HISTORICAL SOCIETY SUNBURY, PA	NONE	PUBLIC CHARITY	FURTHERANCE OF CHARITABLE PURPOSES	2,000.
NORTHUMBERLAND PUBLIC LIBRARY HEATHSVILLE, VA	NONE	PUBLIC CHARITY	FURTHERANCE OF CHARITABLE PURPOSES	1,000.
OLNEY THEATRE CENTER OLNEY, MD	NONE	PUBLIC CHARITY	FURTHERANCE OF CHARITABLE PURPOSES	250.
OMICRON DELTA KAPPA FDN INC LEXINGTON, KY	NONE	PUBLIC CHARITY	FURTHERANCE OF CHARITABLE PURPOSES	500.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
PACIFIC LEGAL FOUNDATION SACRAMENTO, CA 95814	NONE	PUBLIC CHARITY	FURTHERANCE OF CHARITABLE PURPOSES	300.
PENINSULA METROPOLITAN YMCA YORKTOWN, VA	NONE	PUBLIC CHARITY	FURTHERANCE OF CHARITABLE PURPOSES	
POTOMAC THEATRE COMPANY POTOMAC, MD	NONE	PUBLIC CHARITY	FURTHERANCE OF CHARITABLE PURPOSES	300.
PRINCETON CANNON FOUNDATION PRINCETON, NJ	NONE	PUBLIC CHARITY	FURTHERANCE OF CHARITABLE PURPOSES	
PRINCETON UNIVERSITY PRINCETON, NJ	NONE	PUBLIC CHARITY	FURTHERANCE OF CHARITABLE PURPOSES ;LISTTOTAL 3000	3,000.
RACE FOR HOPE - DC WASHINGTON, DC	NONE	PUBLIC CHARITY	FURTHERANCE OF CHARITABLE PURPOSES	
RICE'S HOTEL HUGHLETT'S TAVERN HEATHSVILLE, VA	NONE	PUBLIC CHARITY	FURTHERANCE OF CHARITABLE PURPOSES	3,000.
SMITHSONIAN CRAFT SHOW WASHINGTON, DC	NONE	PUBLIC CHARITY	FURTHERANCE OF CHARITABLE PURPOSES	500.
ST. ANDREW'S EPISCOPAL SCHOOL POTOMAC, MD	NONE	PUBLIC CHARITY	FURTHERANCE OF CHARITABLE PURPOSES	500.
ST. MARTHA'S EPISCOPAL CHURCH BETHANY BEACH, DE 19930	NONE	PUBLIC CHARITY	FURTHERANCE OF CHARITABLE PURPOSES	1,000.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
STATE POLICY NETWORK ARLINGTON, VA	NONE	PUBLIC CHARITY	FURTHERANCE OF CHARITABLE PURPOSES	
STRATFORD HALL - ROBERT E. LEE STRATFORD, VA	NONE	PUBLIC CHARITY	FURTHERANCE OF CHARITABLE PURPOSES	3,000.
STRATHMORE HALL FOUNDATION ROCKVILLE, MD	NONE	PUBLIC CHARITY	FURTHERANCE OF CHARITABLE PURPOSES	250.
TAX FOUNDATION WASHINGTON, DC	NONE	PUBLIC CHARITY	FURTHERANCE OF CHARITABLE PURPOSES	
THE ALUMNAE PANHELLENIC ASSOCIATION OF WASHINGTON DC WASHINGTON, DC	NONE	PUBLIC CHARITY	FURTHERANCE OF CHARITABLE PURPOSES	
THE FUND FOR AMERICAN STUDIES WASHINGTON, DC	NONE	PUBLIC CHARITY	FURTHERANCE OF CHARITABLE PURPOSES	
THE HERITAGE FOUNDATION WASHINGTON, DC	NONE	PUBLIC CHARITY	FURTHERANCE OF CHARITABLE PURPOSES	
THE MONTEPELIER FOUNDATION ORANGE, VA 22960	NONE	PUBLIC CHARITY	FURTHERANCE OF CHARITABLE PURPOSES	3,000.
THE NATURE CONSERVANCY ARLINGTON, VA 22203	NONE	PUBLIC CHARITY	FURTHERANCE OF CHARITABLE PURPOSES	300.
THE SALVATION ARMY WASHINGTON, DC	NONE	PUBLIC CHARITY	FURTHERANCE OF CHARITABLE PURPOSES	2,000.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
THOMAS JEFFERSON FOUNDATION CHARLOTTESVILLE, VA	NONE	PUBLIC CHARITY	FURTHERANCE OF CHARITABLE PURPOSES	
U.S. ENGLISH FOUNDATION WASHINGTON, DC	NONE	PUBLIC CHARITY	FURTHERANCE OF CHARITABLE PURPOSES	200.
UNIVERSITY OF RICHMOND RICHMOND, VA	NONE	PUBLIC CHARITY	FURTHERANCE OF CHARITABLE PURPOSES	2,000.
UVA ATHLETICS FOUNDATION CHARLOTTESVILLE, VA	NONE	PUBLIC CHARITY	FURTHERANCE OF CHARITABLE PURPOSES	
UVA LAW SCHOOL FOUNDATION CHARLOTTESVILLE, VA	NONE	PUBLIC CHARITY	FURTHERANCE OF CHARITABLE PURPOSES ;LISTTOTAL 1000	1,000.
VIRGINIA ATHLETIC ASSOCIATION MIDLOTHIAN, VA	NONE	PUBLIC CHARITY	FURTHERANCE OF CHARITABLE PURPOSES	4,000.
VIRGINIA THEOLOGICAL SEMINARY ALEXANDRIA, VA	NONE	PUBLIC CHARITY	FURTHERANCE OF CHARITABLE PURPOSES	1,000.
WAMU WASHINGTON, DC 20016	NONE	PUBLIC CHARITY	FURTHERANCE OF CHARITABLE PURPOSES	100.
WASHINGTON NATIONAL CATHEDRAL WASHINGTON, DC	NONE	PUBLIC CHARITY	FURTHERANCE OF CHARITABLE PURPOSES	1,000.
WETA ARLINGTON, VA	NONE	PUBLIC CHARITY	FURTHERANCE OF CHARITABLE PURPOSES	300.
Total from continuation sheets				

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
WOLF TRAP FOUNDATION VIENNA, VA	NONE	PUBLIC CHARITY	FURTHERANCE OF CHARITABLE PURPOSES	3,000.
Total from continuation sheets				

10120909	795360	19398	2012.04020	28	CORA & MURRAY SIMPSON FAMIL	19398	1
----------	--------	-------	------------	----	-----------------------------	-------	---

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

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?	Yes	No
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.

Signature of officer or trustee

Date 9/10/13

► PRESIDENT
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

THOMAS E. BURDETTE
CPA

Preparer's signature

[Signature] 9/9/13
TH & RICH LLC

Date

4/2/9/12

Check ☐ if self-employed

PTIN	
------	--

P00493638

Firm's name ► **BURDETTE SMITH & BISH LLC**

Firm's EIN ▶ 45-4037800

Firm's address ► 4035 RIDGE TOP ROAD, SUITE 550
FAIRFAX, VA 22030-7411

Phone no. 703-591-5200

Form **990-PF** (2012)

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 25 APPLE INC	P	11/09/05	05/14/12
b 300 ABBOTT LABORATORIES	P	09/05/08	06/07/12
c 100 ACCENTURE PLC CLASS A	P	05/09/06	06/12/12
d KEYBANK NA SR NTS	P	09/04/09	06/15/12
e 20 APPLE INC	P	11/09/05	09/17/12
f 943.287 VANGUARD SHORT TERM TAX EXEMPTED	P	10/31/12	11/07/12
g 150,000 CHEVRON CORPORATION SR NT 3.95	P	05/20/09	12/28/12
h 100,000 MICROSOFT CORP NT 2.95	P	05/19/09	12/31/12
i 30 APPLE INC	P	11/09/05	02/20/13
j 14302.857 FRANKLIN HIGH INCOME	P	02/08/12	02/20/13
k 997.053 MATTHEWS PACIFIC TIGER	P	12/08/11	02/20/13
l 100 SPDR GOLD TR	P	03/23/09	02/20/13
m 1572.613 VANGUARD SHORT TER TAX EXEMPTED	P	11/30/12	02/21/13
n 185 PROCTER & GAMBLE CO	P	06/19/01	07/17/12
o 370 ORACLE CORP	P	06/22/06	07/25/12

(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 14,071.		1,526.	12,545.
b 18,376.		17,177.	1,199.
c 5,733.		2,949.	2,784.
d 25,000.		26,280.	<1,280.>
e 13,951.		1,221.	12,730.
f 15,000.		15,025.	<25.>
g 156,150.		155,469.	681.
h 103,586.		101,422.	2,164.
i 13,535.		1,831.	11,704.
j 30,000.		28,634.	1,366.
k 25,000.		22,223.	2,777.
l 15,125.		9,387.	5,738.
m 25,000.		25,049.	<49.>
n 12,039.		5,744.	6,295.
o 10,888.		5,366.	5,522.

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) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			12,545.
b			1,199.
c			2,784.
d			<1,280.>
e			12,730.
f			<25.>
g			681.
h			2,164.
i			11,704.
j			1,366.
k			2,777.
l			5,738.
m			<49.>
n			6,295.
o			5,522.

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

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

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	145 TJX COS INC	P	10/21/10	07/25/12
b	80 TJX COS INC	P	10/21/10	08/01/12
c	180 FIDELITY NATL INFORMATION SVCS	P	11/29/11	08/16/12
d	110 PEPSICO INC	P	02/09/11	08/16/12
e	335 TARGET CORP	P	11/01/10	08/21/12
f	85 TJX COS INC	P	10/21/10	09/11/12
g	505 MERCK & CO	P	12/16/09	09/20/12
h	115 NORFOLK SOUTHN CORP	P	07/22/11	09/21/12
i	160 APACHE CORP	P	04/11/05	09/27/12
j	45 AUTOMATIC DATA PROCESSING	P	07/22/11	09/27/12
k	270 EXPRESS SCRIPTS HLDG	P	09/18/01	09/27/12
l	70 HEINZ H J CO	P	07/22/11	09/27/12
m	340 STRYKER CORP COM	P	10/05/10	09/27/12
n	210 UNITED TECHNOLOGIES CORP	P	04/14/05	09/27/12
o	5 APPLE INC	P	11/09/05	10/16/12

(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 6,441.		3,266.	3,175.
b 3,514.		1,802.	1,712.
c 5,578.		4,119.	1,459.
d 8,011.		7,082.	929.
e 21,451.		17,559.	3,892.
f 3,885.		1,915.	1,970.
g 22,590.		19,118.	3,472.
h 7,542.		8,810.	<1,268.>
i 13,893.		9,687.	4,206.
j 2,627.		2,393.	234.
k 17,328.		1,629.	15,699.
l 3,907.		3,787.	120.
m 18,944.		17,311.	1,633.
n 16,493.		10,593.	5,900.
o 3,160.		305.	2,855.

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) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			3,175.
b			1,712.
c			1,459.
d			929.
e			3,892.
f			1,970.
g			3,472.
h			<1,268.>
i			4,206.
j			234.
k			15,699.
l			120.
m			1,633.
n			5,900.
o			2,855.

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

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

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	50 FISERV INC CO	P	11/29/11	10/16/12
b	40 ALLIANCE DATA SYSTEMS CORP	P	07/22/11	10/26/12
c	150 PRAXAIR INC CO	P	05/17/07	11/01/12
d	340 WESTERN UNION CO	P	03/07/12	11/01/12
e	25 ALLIANCE DATA SYSTEMS CORP	P	07/22/11	11/20/12
f	70 STRYKER CORP	P	10/05/10	11/20/12
g	425 WESTERN UN CO COM	P	03/07/12	11/20/12
h	50 HEINZ H J CO	P	07/22/11	11/21/12
i	55 CME GROUP INC	P	10/16/12	12/04/12
j	220 FORD MOTOR CO	P	10/16/12	01/07/13
k	150 WALGREEN CO	P	09/27/12	01/09/13
l	164 REPUBLIC SVCS INC	P	12/07/11	01/28/13
m	245 WILLIAMS COS INC	P	11/29/11	02/27/13
n	105 CME GROUP INC	P	10/16/12	03/01/13
o	5 GOOGLE INC CL	P	02/10/11	03/05/13

(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 3,764.		2,770.	994.
b 5,672.		3,891.	1,781.
c 16,213.		10,308.	5,905.
d 4,170.		5,886.	<1,716.>
e 3,504.		2,432.	1,072.
f 3,747.		3,564.	183.
g 5,265.		7,357.	<2,092.>
h 2,850.		2,705.	145.
i 2,979.		3,160.	<181.>
j 2,947.		2,270.	677.
k 5,745.		5,510.	235.
l 5,162.		4,460.	702.
m 8,360.		6,184.	2,176.
n 6,256.		6,032.	224.
o 4,173.		3,087.	1,086.

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) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			994.
b			1,781.
c			5,905.
d			<1,716.>
e			1,072.
f			183.
g			<2,092.>
h			145.
i			<181.>
j			677.
k			235.
l			702.
m			2,176.
n			224.
o			1,086.

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

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

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	70 CHECK POINT SOFTWARE TECH	P	09/11/12	03/07/13
b	65 TARGET CORP	P	11/01/10	03/13/13
c	65 NIKE INC CL	P	11/29/11	04/05/13
d	60 HEINZ H J CO	P	07/22/11	04/24/13
e	2550.522 MATTHEWS PACIFIC TIGER FD	P	10/18/12	10/19/12
f	AMORTIZATION ON BONDS	P	VARIOUS	VARIOUS
g	MATTHEWS PACIFIC TIGER FUND	P	VARIOUS	12/14/12
h				
i				
j				
k				
l				
m				
n				
o				

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 3,584.		3,360.	224.
b 4,366.		3,407.	959.
c 3,814.		3,081.	733.
d 4,336.		3,246.	1,090.
e 60,728.		60,748.	<20.>
f 3,452.			3,452.
g 57.			57.
h			
i			
j			
k			
l			
m			
n			
o			

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

(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) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			224.
b			959.
c			733.
d			1,090.
e			<20.>
f			3,452.
g			57.
h			
i			
j			
k			
l			
m			
n			
o			

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter "-0-" in Part I, line 7 }	2	127,825.
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

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	AMOUNT
CASH FROM CHARLES SCHWAB ACCT	20,215.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	20,215.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
CHAS SCHWAB	23,109.	0.	23,109.
TOTAL TO FM 990-PF, PART I, LN 4	23,109.	0.	23,109.

FORM 990-PF ACCOUNTING FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT FEES	11,195.	11,195.		0.
ACCOUNTING FEE	2,120.	2,120.		0.
TO FORM 990-PF, PG 1, LN 16B	13,315.	13,315.		0.

FORM 990-PF TAXES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
EXCISE TAXES	6,702.	0.		0.
TO FORM 990-PF, PG 1, LN 18	6,702.	0.		0.

FORM 990-PF	U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS	STATEMENT	5
-------------	--	-----------	---

DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
US TREAS NOTE	X		52,547.	59,109.
US AGENCY NOTES	X		49,390.	55,563.
TOTAL U.S. GOVERNMENT OBLIGATIONS			101,937.	114,672.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS				
TOTAL TO FORM 990-PF, PART II, LINE 10A			101,937.	114,672.

FORM 990-PF	CORPORATE STOCK	STATEMENT	6
-------------	-----------------	-----------	---

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
COMMON STOCK	796,568.	1,060,423.
TOTAL TO FORM 990-PF, PART II, LINE 10B	796,568.	1,060,423.

FORM 990-PF	CORPORATE BONDS	STATEMENT	7
-------------	-----------------	-----------	---

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE BONDS	206,504.	219,590.
TOTAL TO FORM 990-PF, PART II, LINE 10C	206,504.	219,590.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	8
-------------	-------------------	-----------	---

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
MUTUAL FUNDS TAXABLE BOND FUNDS	COST	288,646.	292,646.
TACTICAL & OPPORTUNISTIC	COST	25,000.	24,367.
DUE FROM BROKER	COST	10,148.	10,148.
TOTAL TO FORM 990-PF, PART II, LINE 13		323,794.	327,161.

FORM 990-PF

PART XV - LINE 1A
LIST OF FOUNDATION MANAGERS

STATEMENT 9

NAME OF MANAGER

MURRAY S. SIMPSON

CORA S. SIMPSON