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

Department of the Treasury  
Internal Revenue Service

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

For calendar year 2012 or tax year beginning

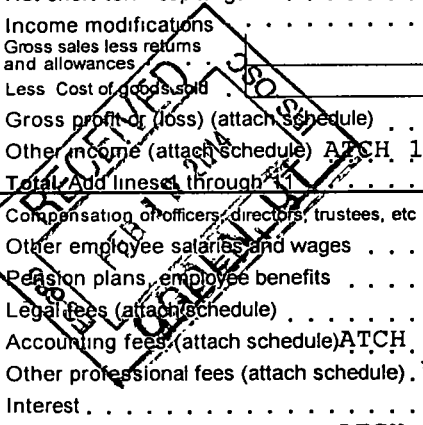
10/01, 2012, and ending

09/30, 2013

Name of foundation <b>THE JCM FOUNDATION</b>		<b>A</b> Employer identification number 61-1409457
Number and street (or P O box number if mail is not delivered to street address) C/O U.S. TRUST 730 15TH STREET		<b>B</b> Telephone number (see instructions) (202) 585-4100
City or town, state, and ZIP code  WASHINGTON, DC 20005-2013		<b>C</b> If exemption application is pending, check here <input type="checkbox"/>
<b>G</b> Check all that apply	<input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change	<input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <input type="checkbox"/> Name change
<b>H</b> Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		<b>D</b> 1 Foreign organizations, check here <input type="checkbox"/> 2 Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
<b>I</b> Fair market value of all assets at end of year (from Part II, col (c), line 16) <b>\$ 5,354,707.</b>		<b>E</b> If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
<b>J</b> Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ <i>(Part I, column (d) must be on cash basis)</i>		<b>F</b> If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

<b>Part I Analysis of Revenue and Expenses</b> <i>(Total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))</i>		(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 (attach schedule)					
2 Check <input type="checkbox"/> if the foundation is not required to attach Sch B					
3 Interest on savings and temporary cash investments		669.	669.		
4 Dividends and interest from securities		114,053.	114,053.		
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		413,438.			
b Gross sales price for all assets on line 6a <b>1,786,967.</b>			413,438.		
7 Capital gain net income (from Part IV, line 2)					
8 Net short-term capital gain					
9 Income modifications					
10a Gross sales less returns and allowances					
b Less Cost of goods sold					
c Gross profit or (loss) (attach schedule)					
11 Other income (attach schedule) <b>ATCH 1</b>		437.	431.		
12 Total. Add lines 1 through 11		528,597.	528,591.		
13 Compensation of officers, directors, trustees, etc		0			
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees (attach schedule)					
b Accounting fees (attach schedule) <b>ATCH 2</b>		3,350.	2,513.		
c Other professional fees (attach schedule) *		30,040.	30,040.		
17 Interest					
18 Taxes (attach schedule) (see instructions) <b>ATCH 4</b>		5,640.			
19 Depreciation (attach schedule) and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses (attach schedule)					
24 Total operating and administrative expenses. Add lines 13 through 23		39,030.	32,553.		
25 Contributions, gifts, grants paid		192,000.			192,000.
26 Total expenses and disbursements. Add lines 24 and 25		231,030.	32,553.	0	192,000.
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements		297,567.			
b Net investment income (if negative, enter -0-)			496,038.		
c Adjusted net income (if negative, enter -0-)					

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year		End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value	
Assets	1	Cash - non-interest-bearing . . . . .	12,805.	21,175.	21,175.	
	2	Savings and temporary cash investments . . . . .	604,282.	676,234.	676,234.	
	3	Accounts receivable ▶ Less allowance for doubtful accounts ▶				
	4	Pledges receivable ▶ Less allowance for doubtful accounts ▶				
	5	Grants receivable . . . . .				
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions) . . . . .				
	7	Other notes and loans receivable (attach schedule) ▶ Less allowance for doubtful accounts ▶				
	8	Inventories for sale or use . . . . .				
	9	Prepaid expenses and deferred charges . . . . .				
	10 a	Investments - U S and state government obligations (attach schedule) . . . . .				
	b	Investments - corporate stock (attach schedule) . . . . .	2,891,233.	2,972,626.	4,240,848.	
	c	Investments - corporate bonds (attach schedule) . . . . .	287,000.	422,372.	416,450.	
	11	Investments - land, buildings, and equipment basis Less accumulated depreciation (attach schedule) ▶				
	12	Investments - mortgage loans . . . . .				
	13	Investments - other (attach schedule)				
	14	Land, buildings, and equipment basis Less accumulated depreciation (attach schedule) ▶				
15	Other assets (describe ▶)					
16	<b>Total assets</b> (to be completed by all filers - see the instructions Also, see page 1, item I) . . . . .	3,795,320.	4,092,407.	5,354,707.		
Liabilities	17	Accounts payable and accrued expenses . . . . .				
	18	Grants payable . . . . .				
	19	Deferred revenue . . . . .				
	20	Loans from officers, directors, trustees, and other disqualified persons . . . . .				
	21	Mortgages and other notes payable (attach schedule) . . . . .				
	22	Other liabilities (describe ▶)				
23	<b>Total liabilities</b> (add lines 17 through 22) . . . . .	0	0			
Net Assets or Fund Balances	<b>Foundations that follow SFAS 117, check here</b> ▶ <input type="checkbox"/>		<b>and complete lines 24 through 26 and lines 30 and 31.</b>			
	24	Unrestricted . . . . .				
	25	Temporarily restricted . . . . .				
	26	Permanently restricted . . . . .				
	<b>Foundations that do not follow SFAS 117, check here and complete lines 27 through 31.</b> ▶ <input checked="" type="checkbox"/>					
	27	Capital stock, trust principal, or current funds . . . . .				
	28	Paid-in or capital surplus, or land, bldg, and equipment fund . . . . .				
29	Retained earnings, accumulated income, endowment, or other funds . . . . .	3,795,320.	4,092,407.			
30	<b>Total net assets or fund balances</b> (see instructions) . . . . .	3,795,320.	4,092,407.			
31	<b>Total liabilities and net assets/fund balances</b> (see instructions) . . . . .	3,795,320.	4,092,407.			

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 3,795,320.
2	Enter amount from Part I, line 27a . . . . .	2 297,567.
3	Other increases not included in line 2 (itemize) ▶ ATCH 5 . . . . .	3 24.
4	Add lines 1, 2, and 3 . . . . .	4 4,092,911.
5	Decreases not included in line 2 (itemize) ▶ ATCH 6 . . . . .	5 504.
6	<b>Total net assets or fund balances at end of year</b> (line 4 minus line 5) - Part II, column (b), line 30 . . . . .	6 4,092,407.

**Part IV Capital Gains and Losses for Tax on Investment Income**

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)			(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a SEE PART IV SCHEDULE					
b					
c					
d					
e					
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)		
a					
b					
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col. (h))		
(l) 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					
b					
c					
d					
e					
2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }			2	413,438.	
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8			3	0	

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2011	135,500.	4,293,049.	0.031563
2010	169,525.	2,815,140.	0.060219
2009	218,000.	2,707,537.	0.080516
2008	150,061.	2,748,603.	0.054595
2007	151,000.	3,416,544.	0.044197
2 Total of line 1, column (d)			2 0.271090
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years			3 0.054218
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5			4 5,255,723.
5 Multiply line 4 by line 3			5 284,955.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 4,960.
7 Add lines 5 and 6			7 289,915.
8 Enter qualifying distributions from Part XII, line 4 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			8 192,000.

**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	9,921.
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-) . . . . .	2	
3	Add lines 1 and 2 . . . . .	3	9,921.
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	9,921.
6	Credits/Payments		
a	2012 estimated tax payments and 2011 overpayment credited to 2012 . . . . .	6a	3,600.
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	3,600.
8	Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached . . . . .	8	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed . . . . .	9	6,321.
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid . . . . .	10	
11	Enter the amount of line 10 to be Credited to 2013 estimated tax <input type="checkbox"/> Refunded <input type="checkbox"/>	11	

**Part VII-A Statements Regarding Activities**

	Yes	No
1a		X
1b		X
1c		
2		X
3		X
4a		X
4b		
5		X
6	X	
7	X	
8a		
8b	X	
9		X
10		X

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 N/A
14 The books are in care of U.S. TRUST Telephone no (202) 585-4100
Located at 750 15TH ST., N.W., WASHINGTON, DC ZIP+4 20005-2013
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here . . . . . 15
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 X
See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country

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

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

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 X No
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? . . . . . Yes X No
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? . . . . . Yes X No
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? . . . . . Yes X 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 X 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 X No
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? . . . . . 1b
Organizations relying on a current notice regarding disaster assistance check here . . . . .
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2012? . . . . . 1c X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):
a At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012? . . . . . Yes X No
If "Yes," list the years
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions) . . . . . 2b
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 X No
b If "Yes," did it have excess business holdings in 2012 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012) . . . . . 3b
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? . . . . . 4a X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2012? . . . . . 4b X

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

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

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?  Yes  No

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?  Yes  No

(3) Provide a grant to an individual for travel, study, or other similar purposes?  Yes  No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions)  Yes  No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?  Yes  No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?  Yes  No

Organizations relying on a current notice regarding disaster assistance check here

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

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

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?  Yes  No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?  Yes  No

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?  Yes  No

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

1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
ATCH 7		0	0	0

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

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

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

**Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**

**3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE."**

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

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

**Part IX-A Summary of Direct Charitable Activities**

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

	Expenses
1 N/A	
2	
3	
4	

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

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

	Amount
1 NONE	
2	
All other program-related investments See instructions	
3 NONE	

Total. Add lines 1 through 3 . . . . . ▶

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

<b>1</b>	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
<b>a</b>	Average monthly fair market value of securities	<b>1a</b>	4,412,744.
<b>b</b>	Average of monthly cash balances	<b>1b</b>	923,015.
<b>c</b>	Fair market value of all other assets (see instructions)	<b>1c</b>	
<b>d</b>	<b>Total</b> (add lines 1a, b, and c)	<b>1d</b>	5,335,759.
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	<b>1e</b>	
<b>2</b>	Acquisition indebtedness applicable to line 1 assets	<b>2</b>	
<b>3</b>	Subtract line 2 from line 1d	<b>3</b>	5,335,759.
<b>4</b>	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	<b>4</b>	80,036.
<b>5</b>	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3 Enter here and on Part V, line 4	<b>5</b>	5,255,723.
<b>6</b>	<b>Minimum investment return.</b> Enter 5% of line 5	<b>6</b>	262,786.

**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)

<b>1</b>	Minimum investment return from Part X, line 6	<b>1</b>	262,786.
<b>2a</b>	Tax on investment income for 2012 from Part VI, line 5	<b>2a</b>	9,921.
<b>b</b>	Income tax for 2012 (This does not include the tax from Part VI)	<b>2b</b>	
<b>c</b>	Add lines 2a and 2b	<b>2c</b>	9,921.
<b>3</b>	Distributable amount before adjustments Subtract line 2c from line 1	<b>3</b>	252,865.
<b>4</b>	Recoveries of amounts treated as qualifying distributions	<b>4</b>	
<b>5</b>	Add lines 3 and 4	<b>5</b>	252,865.
<b>6</b>	Deduction from distributable amount (see instructions)	<b>6</b>	
<b>7</b>	<b>Distributable amount as adjusted</b> Subtract line 6 from line 5 Enter here and on Part XIII, line 1	<b>7</b>	252,865.

**Part XII Qualifying Distributions** (see instructions)

<b>1</b>	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
<b>a</b>	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	<b>1a</b>	192,000.
<b>b</b>	Program-related investments - total from Part IX-B	<b>1b</b>	
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	<b>2</b>	
<b>3</b>	Amounts set aside for specific charitable projects that satisfy the:		
<b>a</b>	Suitability test (prior IRS approval required)	<b>3a</b>	
<b>b</b>	Cash distribution test (attach the required schedule)	<b>3b</b>	
<b>4</b>	<b>Qualifying distributions.</b> Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	<b>4</b>	192,000.
<b>5</b>	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	<b>5</b>	0
<b>6</b>	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4	<b>6</b>	192,000.

**Note.** The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years.

**Part XIII Undistributed Income (see instructions)**

	(a) Corpus	(b) Years prior to 2011	(c) 2011	(d) 2012
1 Distributable amount for 2012 from Part XI, line 7 . . . . .				252,865.
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only . . . . .			126,252.	
b Total for prior years 20 10 , 20 09 , 20 08 . . . . .				
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 . . . . .				
4 Qualifying distributions for 2012 from Part XII, line 4 ▶ \$ 192,000.				
a Applied to 2011, but not more than line 2a . . . . .			126,252.	
b Applied to undistributed income of prior years (Election required - see instructions) . . . . .				
c Treated as distributions out of corpus (Election required - see instructions) . . . . .				
d Applied to 2012 distributable amount . . . . .				65,748.
e Remaining amount distributed out of corpus . . . . .				
5 Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a) ) . . . . .				
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5 . . . . .				
b Prior years' undistributed income Subtract line 4b from line 2b . . . . .				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed . . . . .				
d Subtract line 6c from line 6b Taxable amount - see instructions . . . . .				
e Undistributed income for 2011 Subtract line 4a from line 2a Taxable amount - see instructions . . . . .				
f Undistributed income for 2012 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013 . . . . .				187,117.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions) . . . . .				
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions) . . . . .				
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 . . . . .				

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

NOT APPLICABLE

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

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

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

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

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

ATTACHMENT 8

**b** List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest

N/A

**2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:**  
 Check here  if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d

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

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

**c** Any submission deadlines

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

**Part XV** Supplementary Information (continued)

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

Recipient	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)				
<p><b>a</b> <i>Paid during the year</i></p> <p>ATCH 9</p>				
<b>Total</b> . . . . . ▶ <b>3a</b>				192,000.
<p><b>b</b> <i>Approved for future payment</i></p>				
<b>Total</b> . . . . . ▶ <b>3b</b>				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Table with 5 main columns: (a) Business code, (b) Amount, (c) Exclusion code, (d) Amount, (e) Related or exempt function income. Rows include Program service revenue, Membership dues, Interest on savings, Dividends, Net rental income, Gain or loss from sales, and Subtotal.

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

Table with 2 columns: Line No. and Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes.

Part XVII 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... a Transfers from the reporting foundation to a noncharitable exempt organization of (1) Cash (2) Other assets b Other transactions (1) Sales of assets to a noncharitable exempt organization (2) Purchases of assets from a noncharitable exempt organization (3) Rental of facilities, equipment, or other assets (4) Reimbursement arrangements (5) Loans or loan guarantees (6) Performance of services or membership or fundraising solicitations c Sharing of facilities, equipment, mailing lists, other assets, or paid employees d If the answer to any of the above is "Yes," complete the following schedule

Table with 4 columns: (a) Line no, (b) Amount involved, (c) Name of noncharitable exempt organization, (d) Description of transfers, transactions, and sharing arrangements. All entries are N/A.

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

Table with 3 columns: (a) Name of organization, (b) Type of organization, (c) Description of relationship. All entries are blank.

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: [Signature] Date: 2-6-14 Title: President

May the IRS discuss this return with the preparer shown below (see instructions)? [X] Yes [ ] No

Paid Preparer Use Only Print/Type preparer's name: JOHN A. REDDERSEN Preparer's signature: [Signature] Date: 2-5-2014 Check [ ] if self-employed PTIN: P00358891 Firm's name: BOND BEEBE PC Firm's address: 4600 EAST-WEST HIGHWAY SUITE 900 BETHESDA, MD 20814-3423 Firm's EIN: 52-1044197 Phone no: 301-272-6000

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		TOTAL CAPITAL GAIN DISTRIBUTIONS					91,413.	
44,804.		779 SHS, ADP INC PROPERTY TYPE: SECURITIES 27,695.				P	17,109.	12/18/2012
21,593.		300 SHS, ADP INC PROPERTY TYPE: SECURITIES 9,910.				P	11,683.	07/31/2013
23,471.		586 SHS, ADT CORP PROPERTY TYPE: SECURITIES 13,407.				D	10,064.	06/07/2013
10,825.		1141 SHS, ALPHA NAT RES INC PROPERTY TYPE: SECURITIES 34,089.				D	-23,264.	12/18/2012
54,847.		1275 SHS, AMERISOURCEBERGEN CORP PROPERTY TYPE: SECURITIES 18,294.				D	36,553.	12/18/2012
104,270.		1159 SHS, AMGEN INC PROPERTY TYPE: SECURITIES 70,221.				P	34,049.	12/18/2012
269.		3 SHS, ANHEUSER BUSCH INBEV PROPERTY TYPE: SECURITIES 265.				P	4.	07/08/2013
200,000.		7243.752 SHS, ASTON MONTAG & CALDWELL GR PROPERTY TYPE: SECURITIES 154,508.				D	45,492.	07/29/2013
65,657.		1527 SHS, CELANESE CORP DEL PROPERTY TYPE: SECURITIES 29,788.				D	35,869.	12/18/2012
34,805.		644 SHS, CIGNA CORP PROPERTY TYPE: SECURITIES 27,486.				P	7,319.	12/18/2012
16,653.		847 SHS, CISCO SYS INC PROPERTY TYPE: SECURITIES 16,296.				D	357.	12/18/2012
		14,545.032 SHS, COLUMBIA SELEC				P		12/14/2012

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
158,104.		PROPERTY TYPE: SECURITIES 187,200.					-29,096.	
		340 SHS, CONOCOPHILLIPS PROPERTY TYPE: SECURITIES 11,420.				D	10,858.	07/31/2013
22,278.		801 SHS, DEVON ENERGY CORP NEW PROPERTY TYPE: SECURITIES 34,520.				D	7,651.	12/18/2012
42,171.		328 SHS, DOMINION DIAMOND CORP PROPERTY TYPE: SECURITIES 4,724.				P	-507.	10/03/2013
4,217.								
		1 SHS, FANUC CORP PROPERTY TYPE: SECURITIES 140.				P	3.	07/05/2013
143.		4 SHS, FAST RETAILING CO LTD PROPERTY TYPE: SECURITIES 1,383.				P	22.	09/18/2013
1,405.		1125 SHS, GENERAL ELECTRIC CO PROPERTY TYPE: SECURITIES 32,839.				P	-8,290.	12/18/2012
24,549.		200 SHS, HONEYWELL INTL INC PROPERTY TYPE: SECURITIES 7,521.				P	8,449.	06/05/2013
15,970.		5523 SHS, INVESCO LTD PROPERTY TYPE: SECURITIES 70,994.				D	69,323.	12/18/2012
140,317.		1000 SHS, KRAFT FOODS GROUP IN PROPERTY TYPE: SECURITIES 46,092.				P	8,252.	06/07/2013
54,344.		200 SHS, LOCKHEED MARTIN CORP PROPERTY TYPE: SECURITIES 12,118.				P	6,032.	12/18/2012
18,150.		1700 SHS, MEDTRONIC INC PROPERTY TYPE: SECURITIES 82,305.				P	-10,184.	12/18/2012
72,121.								

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
38,182.		1116 SHS, METLIFE INC PROPERTY TYPE: SECURITIES 34,345.				D	3,837.	12/18/2012
21,877.		800 SHS, MICROSOFT PROPERTY TYPE: SECURITIES 24,502.				P	-2,625.	12/18/2012
1,274.		13 SHS, MONSANTO CO PROPERTY TYPE: SECURITIES 1,301.				P	-27.	08/01/2013
410.		540 SHS, NOBLE GROUP LTD PROPERTY TYPE: SECURITIES 415.				P	-5.	08/02/2013
44,970.		943 SHS, NORTHERN TR CORP PROPERTY TYPE: SECURITIES 37,318.				P	7,652.	12/18/2012
2,855.		2496 SHS, OLAM INTL LTD PROPERTY TYPE: SECURITIES 3,312.				P	-457.	09/20/2013
13,452.		281 SHS, PENTAIR LTD PROPERTY TYPE: SECURITIES 7,363.				D	6,089.	12/18/2012
49,526.		600 SHS, PEPSICO PROPERTY TYPE: SECURITIES 26,081.				P	23,445.	07/31/2013
22,413.		1411 SHS, PETROLEO BRASILEIRO SA PETROBR PROPERTY TYPE: SECURITIES 15,660.				D	6,753.	04/22/2013
34,676.		670 SHS, PHILLIPS 66 PROPERTY TYPE: SECURITIES 11,357.				P	23,319.	12/18/2012
22,622.		400 SHS, PNC FINL SVCS GROUP I PROPERTY TYPE: SECURITIES 23,347.				P	-725.	12/18/2012
4,115.		64 SHS, QUESTCOR PHARMACEUTICA PROPERTY TYPE: SECURITIES 3,243.				P	872.	09/17/2013

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
652.		299 SHS, SHINSEI BK LTD PROPERTY TYPE: SECURITIES 676.				P	-24.	09/18/2013
38,722.		550 SHS, TARGET CORP PROPERTY TYPE: SECURITIES 18,430.				P	20,292.	06/05/2013
24,919.		800 SHS, TEXAS INSTRS INC PROPERTY TYPE: SECURITIES 23,600.				P	1,319.	12/18/2012
20,429.		501 SHS, TEVA PHARMACEUTICAL I PROPERTY TYPE: SECURITIES 21,235.				P	-806.	07/31/2013
31,043.		615 SHS, TJX COS INC NEW PROPERTY TYPE: SECURITIES 7,523.				D	23,520.	06/07/2013
6,564.		42 SHS, UNION PAC CORP PROPERTY TYPE: SECURITIES 2,383.				P	4,181.	06/07/2013
1,005.		10 SHS, VALEANT PHARMACEUTICAL PROPERTY TYPE: SECURITIES 920.				P	85.	08/27/2013
70,580.		1300 SHS, VIACOM INC PROPERTY TYPE: SECURITIES 64,044.				P	6,536.	12/18/2012
18,213.		200 SHS, WHOLE FOODS MKT INC PROPERTY TYPE: SECURITIES 9,436.				P	8,777.	12/18/2012
29,222.		2755 SHS, DELL INC PROPERTY TYPE: SECURITIES 40,829.				P	-11,607.	12/18/2012
29,222.		2755 SHS, DELL INC PROPERTY TYPE: SECURITIES 85,856.				P	-56,634.	12/18/2012
64,362.		EATON CORP - TAXABLE EXCHANGE PROPERTY TYPE: SECURITIES 44,153.				D	20,209.	12/06/2012

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
64,662.		1240 SHS, EATON CORP PLC IRELAND PROPERTY TYPE: SECURITIES 64,362.				P	300.	12/18/2012
21.		.500 SHS, ADT CORP - CASH IN LIEU PROPERTY TYPE: SECURITIES 19.				D	2.	10/30/2012
18.		.453 SHS, PENTAIR LTD - CASH IN LIEU PROPERTY TYPE: SECURITIES 19.				D	-1.	10/30/2012
<b>TOTAL GAIN (LOSS)</b>							<u>413,438.</u>	

ATTACHMENT 1

FORM 990PF, PART I - OTHER INCOME

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
INTEREST FROM EXCISE TAX REFUND	6.	
DIVIDEND INCOME PER 2012 SCH K-1	431.	431.
<b>TOTALS</b>	<u>437.</u>	<u>431.</u>

ATTACHMENT 2

FORM 990PF, PART I - ACCOUNTING FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>	<u>CHARITABLE PURPOSES</u>
INVESTMENT ACCOUNTING AND FORM 990-PF PREPARATION	3,350.	2,513.		
TOTALS	<u>3,350.</u>	<u>2,513.</u>		

ATTACHMENT 3

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
INVESTMENT ADVISORY AND TRUST MANAGEMENT FEES	30,040.	30,040.
TOTALS	<u>30,040.</u>	<u>30,040.</u>

ATTACHMENT 4FORM 990PF, PART I - TAXES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>
TAX DUE ON EXCISE TAX	2,040.
ESTIMATED EXCISE TAX PAYMENTS	3,600.
TOTALS	<u>5,640.</u>

**The JCM Foundation**  
**EIN 61-1409457**  
**Year Ended September 30, 2013**

**Attachment**  
**Form 990-PF, Part II**

Description	Units or Shares	Book Value	Fair Market Value
ACE LTD	679.000	29,988.76	63,527.24
AUTOMATIC DATA PROCESSING INC	700.000	23,123.96	50,666.00
AIR PRODS & CHEMS INC	500.000	41,540.55	53,285.00
ANADARKO PETE CORP	527.000	25,316.11	49,005.73
ASTON MONTAG & CALDWELL GROWTH FUN	85.106	1,402.55	2,348.07
BAXTER INTL INC	558.000	19,642.64	36,655.02
BERKSHIRE HATHAWAY CL B	496.000	24,315.02	56,300.96
BLACKROCK INC	200.000	40,236.00	54,124.00
CHEVRON	595.000	51,413.64	72,292.50
GISCO-SYS-INC	2,400.000	40,871.50	56,234.40
CHUBB CORP	525.000	40,756.86	46,861.50
COACH INC	725.000	41,320.37	39,534.25
COLUMBIA ACORN FUND	2,521.008	75,000.00	92,470.57
CONOCOPHILLIPS	1,000.000	26,795.32	69,510.00
DEERE & CO	500.000	43,009.50	40,695.00
ENERGY TRANSFER PARTNERS LP	800.000	41,084.64	41,656.00
EXPEDITORS INTL	1,500.000	61,677.00	66,090.00
EXPRESS SCRIPTS HOLDINGS CO	800.000	18,734.28	49,440.00
FREEMPORT-MCMORAN COPPER & GOLD	1,620.000	53,179.05	53,589.60
GENERAL ELECTRIC CO	2,000.000	50,460.00	47,780.00
GOOGLE INC	24.000	13,068.22	21,021.84
HARRIS CORP DEL	692.000	21,823.10	41,035.60
HONEYWELL INTL INC	1,000.000	37,605.00	83,040.00
IBM	215.000	16,203.47	39,813.70
INTEL CORP	1,890.000	51,185.57	43,320.69
iSHARES MSCI EAFE INDEX FUND	1,500.000	84,081.00	95,701.50
iSHARES MSCI EMERGING MKTS MIN	1,700.000	99,302.95	99,824.00
JP MORGAN CHASE & CO	807.000	29,478.73	41,713.83
JANUS INVT FUND	1,229.407	50,000.00	98,807.44
JOHNSON & JOHNSON	700.000	44,599.66	60,683.00
LOCKHEED MARTIN CORP	600.000	36,224.50	76,530.00
LORILLARD INC	1,200.000	11,764.00	53,736.00
LOWES COS INC	1,400.000	25,742.50	66,654.00
MARKET VECTORS ETF TR AGRIBUSINESS E	725.000	38,956.21	37,214.25
MASTERCARD INC	125.000	30,138.96	84,097.50
MCDONALDS CORP	475.000	42,624.61	45,699.75
MICROSOFT CORP	1,800.000	55,129.32	59,904.00
MONDELEZ INTL INC	1,600.000	41,722.08	50,273.60
PEPSICO INC	600.000	26,081.28	47,700.00
PFIZER INC	1,602.000	35,712.54	46,017.45
PIMCO ALL ASSET FUND INSTL CL	5,385.253	65,000.00	65,807.79
PIMCO COMMODITY REAL RETURN STRATEC	9,872.326	65,000.00	56,370.98
PROCTOR & GAMBLE	450.000	29,864.25	34,015.50
ROCHE HOLDING	1,200.000	35,693.28	80,918.40
SCHLUMBERGER LTD	550.000	38,345.21	48,598.00
STANLEY BLACK & DECKER	408.000	20,707.18	36,952.56

SHIP FIN INTL LTD	405.000	6,229.64	6,184.35
SOFTBANK CORP	113.000	7,545.54	7,819.31
SWATCH GROUP AG	7.000	4,191.87	4,505.39
SYMRISE AG	83.000	3,371.94	3,679.00
VALEANT PHARMACEUTICALS INTL INC	104.000	9,209.61	10,850.32
<b>Line 10b</b>		<u>2,972,625.71</u>	<u>4,240,848.14</u>
COLUMBIA US GOVT MTG FUND	21,884.631	125,000.00	119,271.24
ISHARES IBOXX	825.000	75,112.13	75,553.50
PRINCIPAL PFD SECS FUND INSTL CL	5,617.978	60,000.00	56,685.40
VANGUARD INTERMEDIATE TERM	700.000	55,986.00	58,450.00
VANGUARD SHORT TERM BOND	1,325.000	106,273.88	106,490.25
<b>Line 10c</b>		<u>422,372.01</u>	<u>416,450.39</u>
		<u>3,394,997.72</u>	<u>4,657,298.53</u>

ATTACHMENT 5

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

<u>DESCRIPTION</u>	<u>AMOUNT</u>
WASH SALES	24.
TOTAL	<u>24.</u>

ATTACHMENT 6FORM 990PF, PART III - OTHER DECREASES IN NET WORTH OR FUND BALANCES

<u>DESCRIPTION</u>	<u>AMOUNT</u>
SCH K-1 INV INCOME NOT ON BOOKS	431.
SECURITY COST BASIS ADJUSTMENT	73.
TOTAL	<u>504.</u>

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

ATTACHMENT 7

<u>NAME AND ADDRESS</u>	<u>TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION</u>	<u>COMPENSATION</u>	<u>CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS</u>	<u>EXPENSE ACCT AND OTHER ALLOWANCES</u>
JAMES F. MACGUIDWIN C/O U.S. TRUST 730 15TH STREET WASHINGTON, DC 20005-2013	DIRECTOR 1.00	0	0	0
CHERYL Y. MACGUIDWIN C/O U.S. TRUST 730 15TH STREET WASHINGTON, DC 20005-2013	DIRECTOR 1.00	0	0	0
<b>GRAND TOTALS</b>		<u>0</u>	<u>0</u>	<u>0</u>

FORM 990PF, PART XV - INFORMATION REGARDING FOUNDATION MANAGERS

JAMES F. MACGUIDWIN  
CHERYL Y. MACGUIDWIN

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

ATTACHMENT 9

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
BROTHER RICE HIGH SCHOOL 7101 LAHSER RD. BLOOMFIELD HILLS, MI 48301-4045	N/A PUBLIC CHARITY	M. REID MACGUIDWIN SCHOLARSHIP	45,000
THE SALVATION ARMY 2626 PENNSYLVANIA AVENUE WASHINGTON, DC 20037	N/A PUBLIC CHARITY	GENERAL SUPPORT	5,000.
FIVE TALENTS INTERNATIONAL PO BOX 331 VIENNA, VA 22183	N/A PUBLIC CHARITY	GENERAL SUPPORT	30,000.
JILL'S HOUSE 9011 LEESBURG PIKE VIENNA, VA 22182	N/A PUBLIC CHARITY	GENERAL SUPPORT	15,000.
FURMAN UNIVERSITY 3300 POINSETT HWY, DEVELOPMENT OFFICE GREENVILLE, SC 29613	N/A PUBLIC CHARITY	GENERAL SUPPORT	10,000.
BUYABRICK FOUNDATION 8980 BROOK ROAD MCLEAN, VA 22102	N/A PUBLIC CHARITY	GENERAL SUPPORT	1,000.

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

ATTACHMENT 9 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
ARCS FOUNDATION 10221 RIVER ROAD PO BOX 60868 POTOMAC, MD 20859-0868	N/A PUBLIC CHARITY	SCHOLARSHIP FUNDING	15,000.
NORTHWESTERN UNIVERSITY 2020 RIDGE AVENUE EVANSTON, IL 60208	N/A PUBLIC CHARITY	GENERAL SUPPORT	5,000.
COMMUNITY BIBLE SCHOOL 790 STOUT ROAD COLORADO SPRINGS, CO 80921	N/A PUBLIC CHARITY	GENERAL SUPPORT	10,000.
UNIVERSITY OF MICHIGAN 3003 SOUTH STATE STREET, STE 9000 ANN ARBOR, MI 48109-1288	N/A PUBLIC CHARITY	GENERAL SUPPORT	10,000.
UNIVERSITY OF MICHIGAN HEALTH SYSTEM - GHW 2013 1000 OAKBROOK DRIVE, SUITE 100 ANN ARBOR, MI 48104	N/A PUBLIC CHARITY	GHW 2013 SUPPORT - CHAMPIONS FOR CHILDREN'S HEARTS	9,000.
LA VALLEE ALLIANCE P.O. BOX 75 VIENNA, VA 22183	N/A PUBLIC CHARITY	GENERAL SUPPORT	2,000.

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

ATTACHMENT 9 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
VILLANOVA UNIVERSITY 800 E. LANCASTER AVENUE VILLANOVA, PA 19085	N/A PUBLIC CHARITY	GENERAL SUPPORT	5,000.
MCLEAN BIBLE CHURCH P.O. BOX 9300 MCLEAN, VA 22102	N/A PUBLIC CHARITY	GENERAL SUPPORT	20,000.
HOLY NAME SEED FOUNDATION 630 HARMON BIRMINGHAM, MI 48009	N/A PUBLIC CHARITY	GENERAL SUPPORT	5,000.
INTERNATIONAL FOUNDATION PO BOX 23813 WASHINGTON, DC 20026	N/A PUBLIC CHARITY	GENERAL SUPPORT	5,000.

TOTAL CONTRIBUTIONS PAID 192,000.

FORM 990-PF, PART XVI-A - ANALYSIS OF OTHER REVENUE

ATTACHMENT 10

<u>DESCRIPTION</u>	<u>BUSINESS CODE</u>	<u>AMOUNT</u>	<u>EXCLUSION CODE</u>	<u>AMOUNT</u>	<u>RELATED OR EXEMPT FUNCTION INCOME</u>
INTEREST FROM EXCISE TAX REFUND			01	6.	
DIVIDEND INCOME PER 2012 SCH K-1			14	431.	
TOTALS				<u>437.</u>	